API Well Number: 43047528620000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3
AMENDED REPORT ☑

APPLICATION FOR PERMIT TO DRILL

1. WELL NAME and NUMBER THREE RIVERS FEDERAL 5-56-820	
2. TYPE OF WORK DRILL NEW WELL ◉ REENTER P&A WELL ○ DEEPEN WELL ○	**3. FIELD OR WILDCAT** WILDCAT
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO	**5. UNIT or COMMUNITIZATION AGREEMENT NAME**
6. NAME OF OPERATOR AXIA ENERGY LLC	**7. OPERATOR PHONE** 720 746-5200
8. ADDRESS OF OPERATOR 1430 Larimer Ste 400, Denver, CO, 80202	**9. OPERATOR E-MAIL** rsatre@axiaenergy.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU87342	**11. MINERAL OWNERSHIP** FEDERAL ◉ INDIAN ○ STATE ○ FEE ○
	12. SURFACE OWNERSHIP FEDERAL ◉ INDIAN ○ STATE ○ FEE ○
13. NAME OF SURFACE OWNER (if box 12 = 'fee')	**14. SURFACE OWNER PHONE (if box 12 = 'fee')**
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')	**16. SURFACE OWNER E-MAIL (if box 12 = 'fee')**
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')	**18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS** YES ○ (Submit Commingling Application) NO ◉
	19. SLANT VERTICAL ○ DIRECTIONAL ◉ HORIZONTAL ○

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	890 FSL 460 FEL	SESE	5	8.0 S	20.0 E	S
Top of Uppermost Producing Zone	460 FSL 460 FEL	SESE	5	8.0 S	20.0 E	S
At Total Depth	460 FSL 460 FEL	SESE	5	8.0 S	20.0 E	S

21. COUNTY UINTAH	**22. DISTANCE TO NEAREST LEASE LINE (Feet)** 460	**23. NUMBER OF ACRES IN DRILLING UNIT** 40
	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 16	**26. PROPOSED DEPTH** MD: 8888 TVD: 8831
27. ELEVATION - GROUND LEVEL 4785	**28. BOND NUMBER** LPM9046683	**29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE** 49-2262 - RNI at Green River

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	11	8.625	0 - 900	32.0	J-55 LT&C	8.7	Premium Lite High Strength	70	2.97	11.5
							Class G	115	1.16	15.8
PROD	7.875	5.5	0 - 8888	17.0	N-80 LT&C	9.2	Premium Lite High Strength	825	2.31	12.0

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	☑ COMPLETE DRILLING PLAN
☐ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
☑ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	☑ TOPOGRAPHICAL MAP

NAME Don Hamilton	**TITLE** Permitting Agent (Buys & Associates, Inc)	**PHONE** 435 719-2018
SIGNATURE	**DATE** 05/30/2012	**EMAIL** starpoint@etv.net

API NUMBER ASSIGNED
43047528620000

APPROVAL

Permit Manager

RECEIVED: June 28, 2012

DRILLING PLAN

Axia Energy, LLC
Three Rivers Project
Three Rivers Federal #5-56-820
SESE Sec 5 T8S R20E
Uintah County, Utah

1. ESTIMATED FORMATION TOPS

FORMATION		TOP (TVD)	COMMENTS
Uinta		Surface	Gas & Degraded Oil; Possible Brackish H_2O
Green River		2,876′	Oil & Associated Gas
Lower Green River*		4,826′	Oil & Associated Gas
Wasatch*		6,774′	Oil & Associated Gas
TD	8,888′ (MD)	8,831′ (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,785′; Asterisks (*) denotes target pay intervals

A) The Bureau of Land Management (BLM) will be notified within 24 hours of spudding the well. The State of Utah, Division of Oil, Gas and Mining will be notified within 24 hours of spudding the well.

2. CASING PROGRAM

CASING	HOLE SIZE	DEPTH SET (MD)	CSG SIZE	WGHT	GRD	THRD	CAPACITY (bbl/ft)
CONDUCTOR		50-75	13 3/8				
SURFACE	11	900 ±	8 ⅝	32.0	J-55	LTC	0.0609
PRODUCTION	7 ⅞	8,888′	5 ½	17.0	N-80	LTC	0.0232

NOTE: All casing depth intervals are to surface unless otherwise noted.

Casing Specs

SIZE (in)	ID (in)	DRIFT DIA (in)	COLLAPSE RESISTANCE (psi)	INTERNAL YIELD (psi)	TENSILE YIELD (lbs)	JOINT STRENGTH (lbs)
8 ⅝	7.921	7.796	2,530	3,930	503,000	417,000
5 ½	4.892	4.767	6,280	7,740	397,000	348,000

A) The Bureau of Land Management will be notified 24 hours prior to running casing, cementing, and BOPE testing

B) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part B.1 h:

a) Prior to drilling out cement, all casing strings will be pressure tested to 0.22 psi/ft of casing length or 1500 psi, whichever is greater, but not to exceed 70% of minimum internal yield. Pressure decline must not be greater than 10% in 30 minutes.

RECEIVED: May 30, 2012

FLOAT EQUIPMENT

SURFACE (8 ⅝): Float Shoe, 1 JNT Casing, Float Collar

Centralizers: 1st 4 Joints: every joint
Remainder: every third joint

PRODUCTION (5 ½): Float Shoe, 1 JNT Casing, Float Collar

Centralizers: 1st 4 Joints: every joint
Remainder: every third joint 500' into surface casing

NOTE: 5 ½" 17# N-80 or equivalent marker collar or casing joints will be placed at the top of the Green River and approximately 400' above the Wasatch.

3. CEMENT PROGRAM

CONDUCTOR (13 ⅜): Ready Mix – Cement to surface

SURFACE (8 ⅝): Cement Top: Surface

Lead: 70 sks, Premium Lightweight Cmt w/ additives, 11.50 ppg, 2.97 cf/sk, 50% excess

Tail: 115 sks Class G Cement w/ additives, 15.80 ppg, 1.16 cf/sk, 50% excess

NOTE: The above volumes are based on a gauge-hole + 50% excess.

PRODUCTION (5 ½): Cement Top – 2,700'

825 sacks – Light Premium Cement w/ additives – 12.0 ppg, 2.31 ft3/sk – 20% excess

NOTE: The above volumes are based on gauge hole + 20% excess. Adjustments will be made and volumes will be caliper + 10%.

NOTE: The above volumes are based on a gauged-hole. Adjustments will be made based on caliper.

A) For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.

B) Cement will not be placed down annulus with a 1" pipe unless BLM is contacted.

C) The Bureau of Land Management will be notified 24 hours prior to running casing and cementing.

D) As per 43 CFR 3160, Onshore Oil and Gas Order No.2, Drilling Operations, Part B:

a) All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe (minimum of 8 hours) prior to drilling out.

b) Prior to drilling out cement, casing will be pressure tested to 1500 psi. Pressure decline must not be greater than 10% (150 psi) in 30 minutes.

RECEIVED: May 30, 2012

4. PRESSURE CONTROL EQUIPMENT

A) The Bureau of Land Management will be notified 24 hours prior to all BOPE pressure tests. The State of Utah, Division of Oil, Gas and Mining will be notified 24 hours prior to all BOPE pressure tests.

B) The BOPE shall be closed whenever the well is unattended.

C) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part A:

a) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.

b) Choke Manifold:

i) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.

ii) Two adjustable chokes will be used in the choke manifold.

iii) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.

iv) Pressure gauges in the well control system will be designed for drilling fluid.

D) BOPE Testing:

a) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.

b) All BOP tests will be performed with a test plug in place.

c) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

INTERVAL	BOP EQUIPMENT
0 – 900 ±	11" Diverter with Rotating Head
900 ± – TD	3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

5. MUD PROGRAM

A) Mud test will be performed at least every 24 hours and after mudding up to determine density, viscosity, gel strength, filtration, and pH.

B) Gas-detecting equipment will be installed and operated in the mud-return system from top of Green River Formation to TD.

a) Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T's and anchors.

INTERVAL	MUD WGHT	VISC	FLUID LOSS	COMMENTS
SURF – 900 ±	8.4 – 8.7 ppg	32	NC	Spud Mud
900 ± – TD	8.6 – 9.2 ppg	40	NC	DAP/Gel

NOTE: Mud weight increases will be directed by hole conditions.

6. ABNORMAL CONDITIONS

A) No abnormal pressures or temperatures are anticipated.

a) Estimated bottom hole pressure at TD will be approximately 3,824 psi (normal pressure gradient: 0.433 psi/ft).

b) Estimated maximum surface pressure will be approximately 1,943 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).

B) No hydrogen sulfide is anticipated.

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INTERVAL	CONDITION
SURF – 900 ±	Lost Circulation Possible
900 ± – TD	Lost Circulation Possible

7. AUXILIARY EQUIPMENT

A) Choke Manifold

B) Upper and lower kelly cock with handle available

C) Stabbing valve

D) Safety valve and subs to fit all string connections in use

8. SURVEY & LOGGING PROGRAMS

A) Cores: None anticipated.

B) Testing: None anticipated.

C) Directional Drilling: Directional tools will be used to locate the bottom hole per the attached directional plan +/-.

D) Open Hole Logs: TD to surface casing: resistivity, neutron density, gamma ray and caliper.

E) Mud Logs: Computerized 2-person logging unit will catch and describe 10 foot samples from top of Green River Formation to TD; record and monitor gas shows and record drill times (normal mud logging duties).

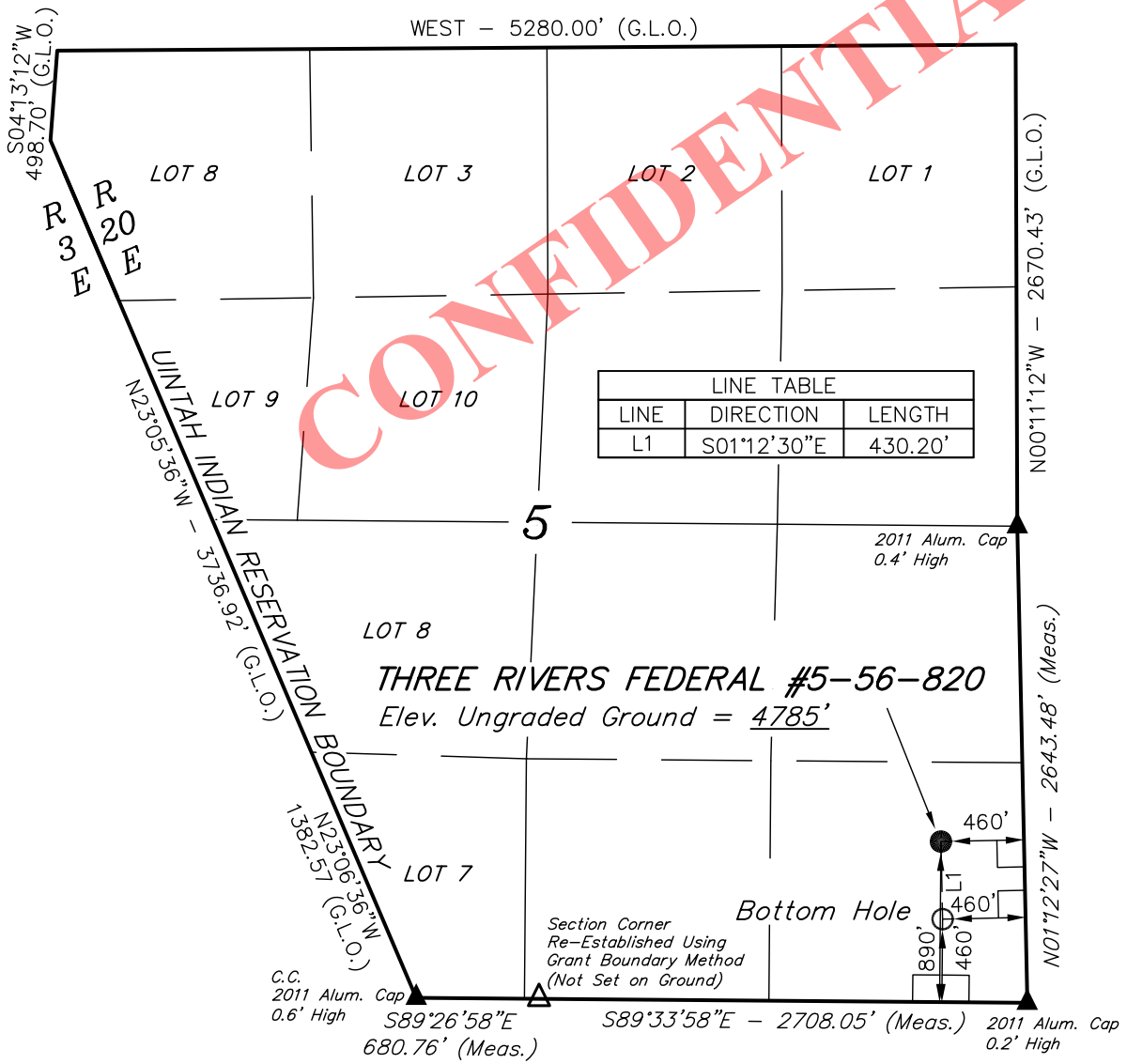
9. HAZARDOUS MATERIALS

In accordance with Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III, no chemicals subject to reporting in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities (TPQ), will be used, produced, stored, transported, or disposed of in association with the drilling of this well.

RECEIVED: May 30, 2012

API Well Number: 43047528620000

T8S, R20E, S.L.B.&M.



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S01°12'30"E	430.20'

AXIA ENERGY

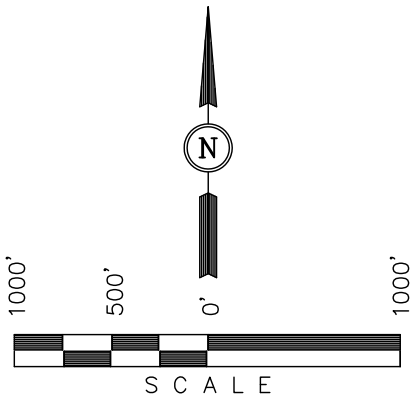
Well location, THREE RIVERS FEDERAL #5-56-820, located as shown in the SE 1/4 SE 1/4 of Section 5, T8S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

02-07-12

LEGEND:

= 90° SYMBOL
= PROPOSED WELL HEAD.
= SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'44.14" (40.145594)	LATITUDE = 40°08'48.39" (40.146775)
LONGITUDE = 109°41'04.76" (109.684656)	LONGITUDE = 109°41'04.88" (109.684689)
NAD 27 (TARGET BOTTOM HOLE)	**NAD 27 (SURFACE LOCATION)**
LATITUDE = 40°08'44.27" (40.145631)	LATITUDE = 40°08'48.52" (40.146811)
LONGITUDE = 109°41'02.26" (109.683961)	LONGITUDE = 109°41'02.38" (109.683994)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789-1017

SCALE: 1" = 1000'	DATE SURVEYED: 12-7-11	DATE DRAWN: 02-07-12
PARTY: C.R. S.R. H.K.W.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: AXIA ENERGY	

RECEIVED: May 30, 2012

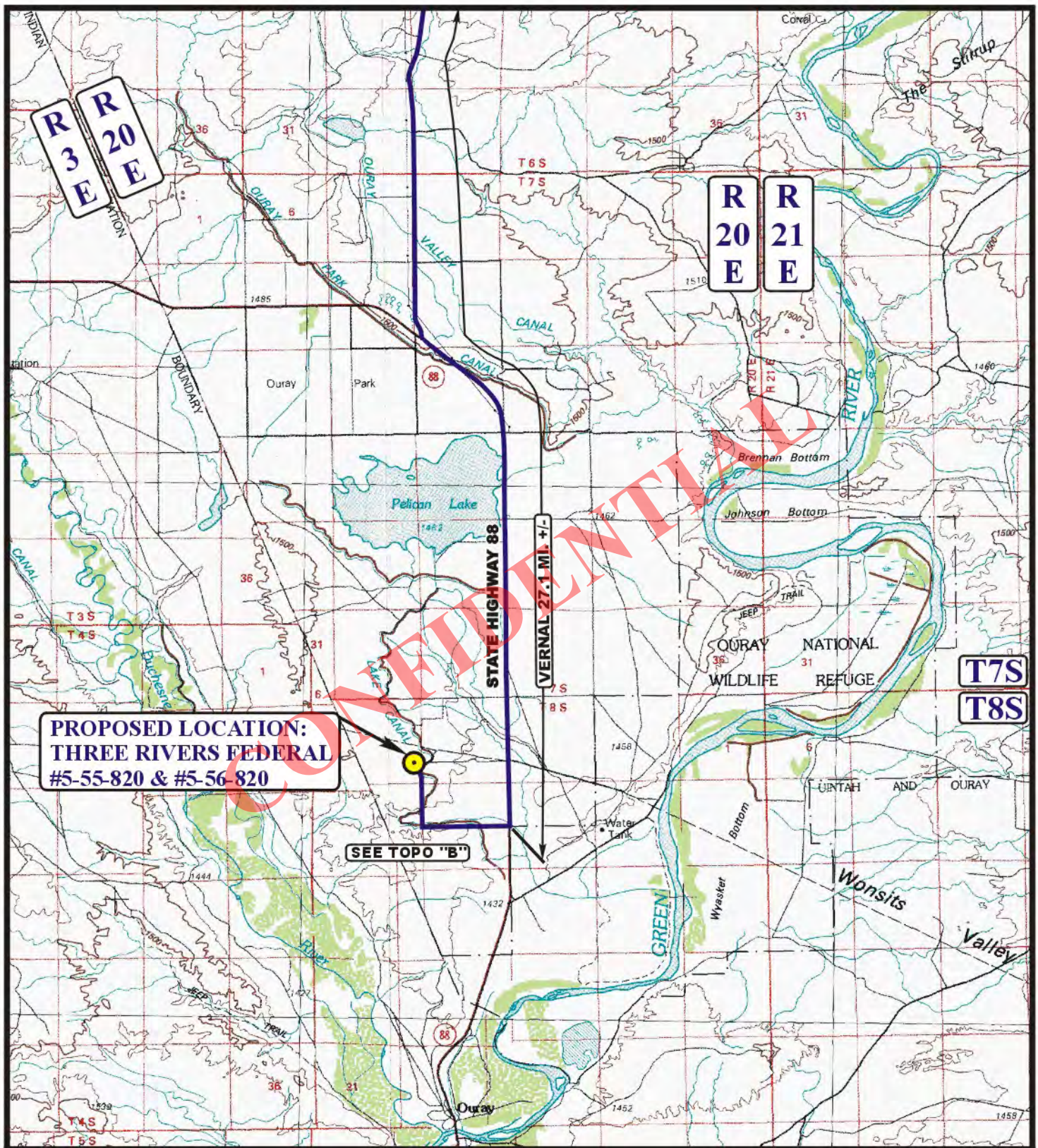
AXIA ENERGY
THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF THIS ROAD AND STATE HIGHWAY 88 TO THE SOUTH; EXIT LEFT AND PROCEED IN A SOUTHEASTERLY DIRECTION APPROXIMATELY 13.1 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY DIRECTION APPROXIMATELY 0.5 MILES TO THE BEGINNING OF THE PROPOSED ACCESS ROAD TO THE WEST; FOLLOW ROAD FLAGS IN A WESTERLY, THEN NORTHERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 6,129' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 28.8 MILES.

RECEIVED: May 30, 2012

API Well Number: 43047528620000



LEGEND:

PROPOSED LOCATION

N

AXIA ENERGY

THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

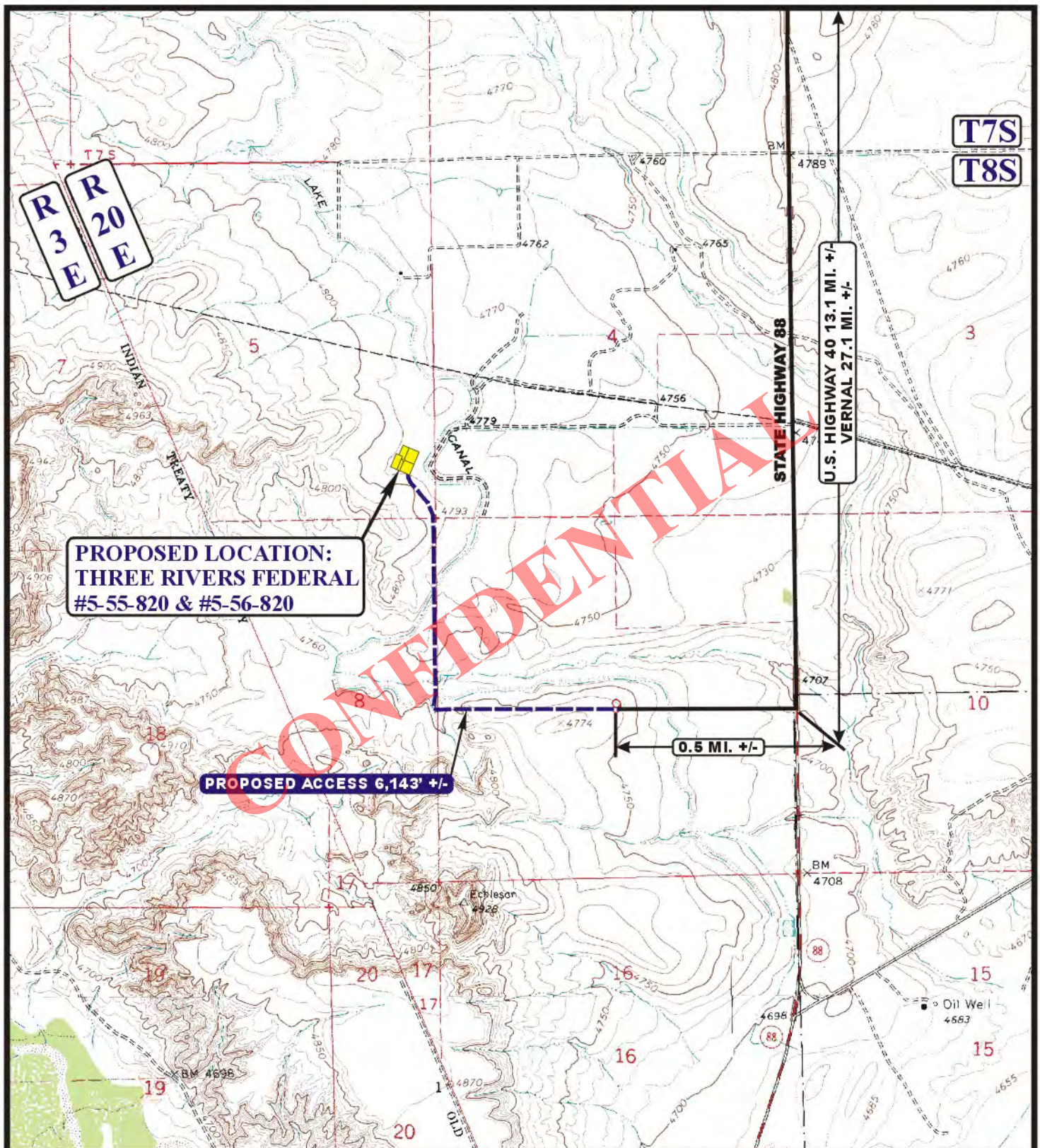
ACCESS ROAD MAP

01 MONTH | 09 DAY | 12 YEAR

SCALE: 1:100,000 | DRAWN BY: A.T. | REVISED: 00-00-00

A TOPO

API Well Number: 43047528620000



LEGEND:

EXISTING ROAD
PROPOSED ACCESS ROAD

N

AXIA ENERGY

THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

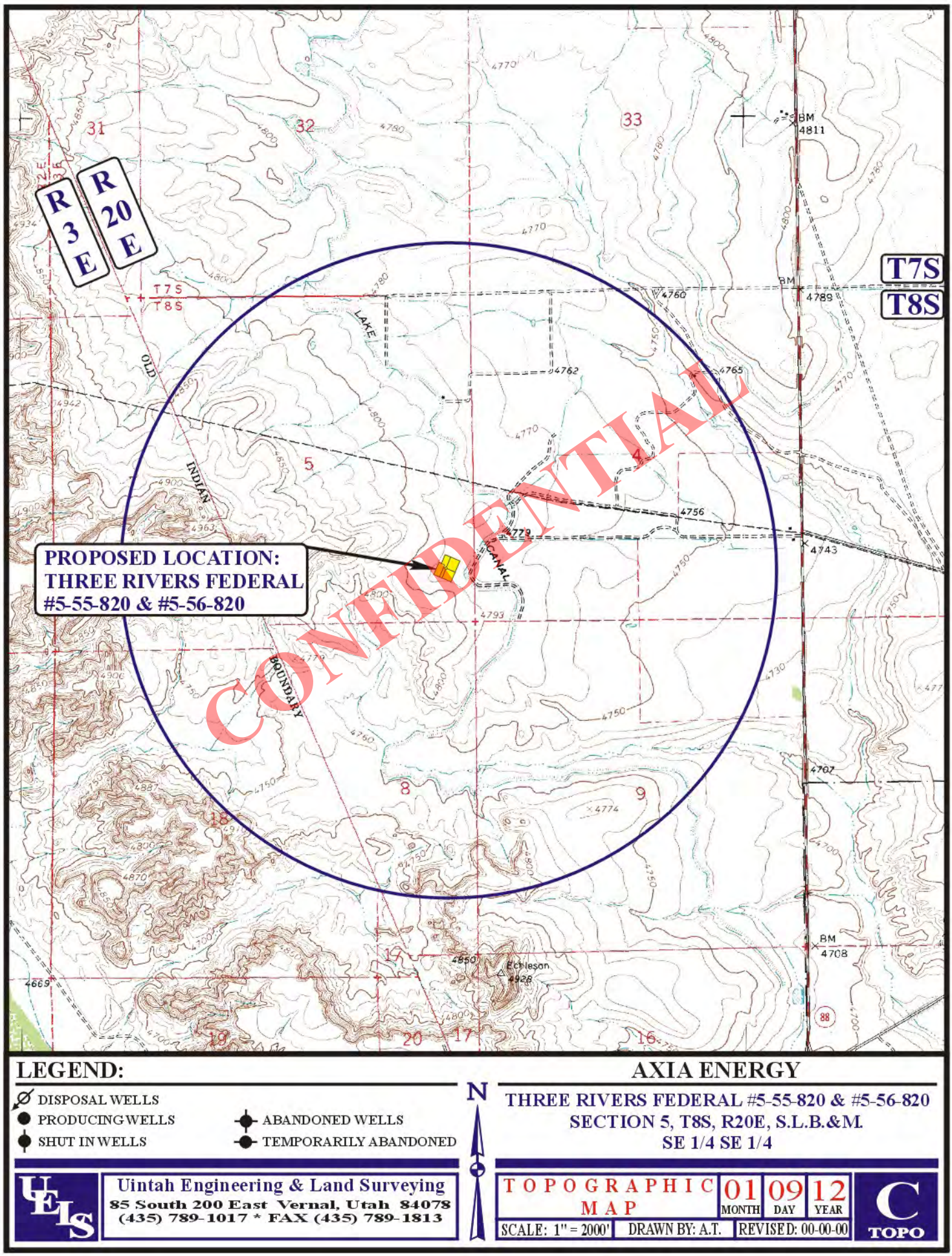
ACCESS ROAD MAP

01 MONTH | 09 DAY | 12 YEAR

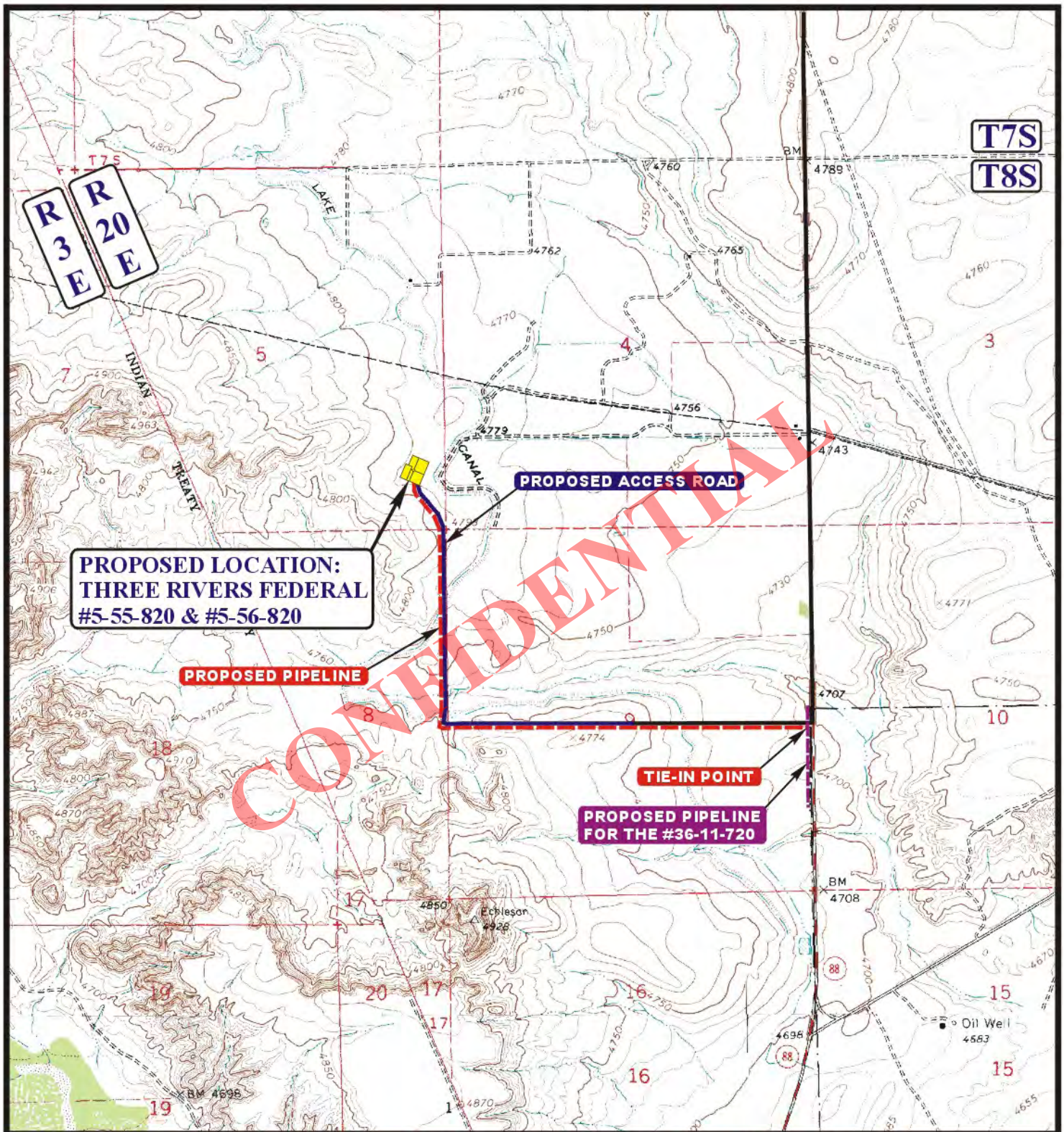
SCALE: 1" = 2000' | DRAWN BY: A.T. | REVISED: 04-09-12

B TOPO

API Well Number: 43047528620000



API Well Number: 43047528620000



APPROXIMATE TOTAL PIPELINE DISTANCE = 8,805' +/-

LEGEND:

PROPOSED ACCESS ROAD
PROPOSED PIPELINE
PROPOSED PIPELINE (SERVICING OTHER WELLS)

N

AXIA ENERGY

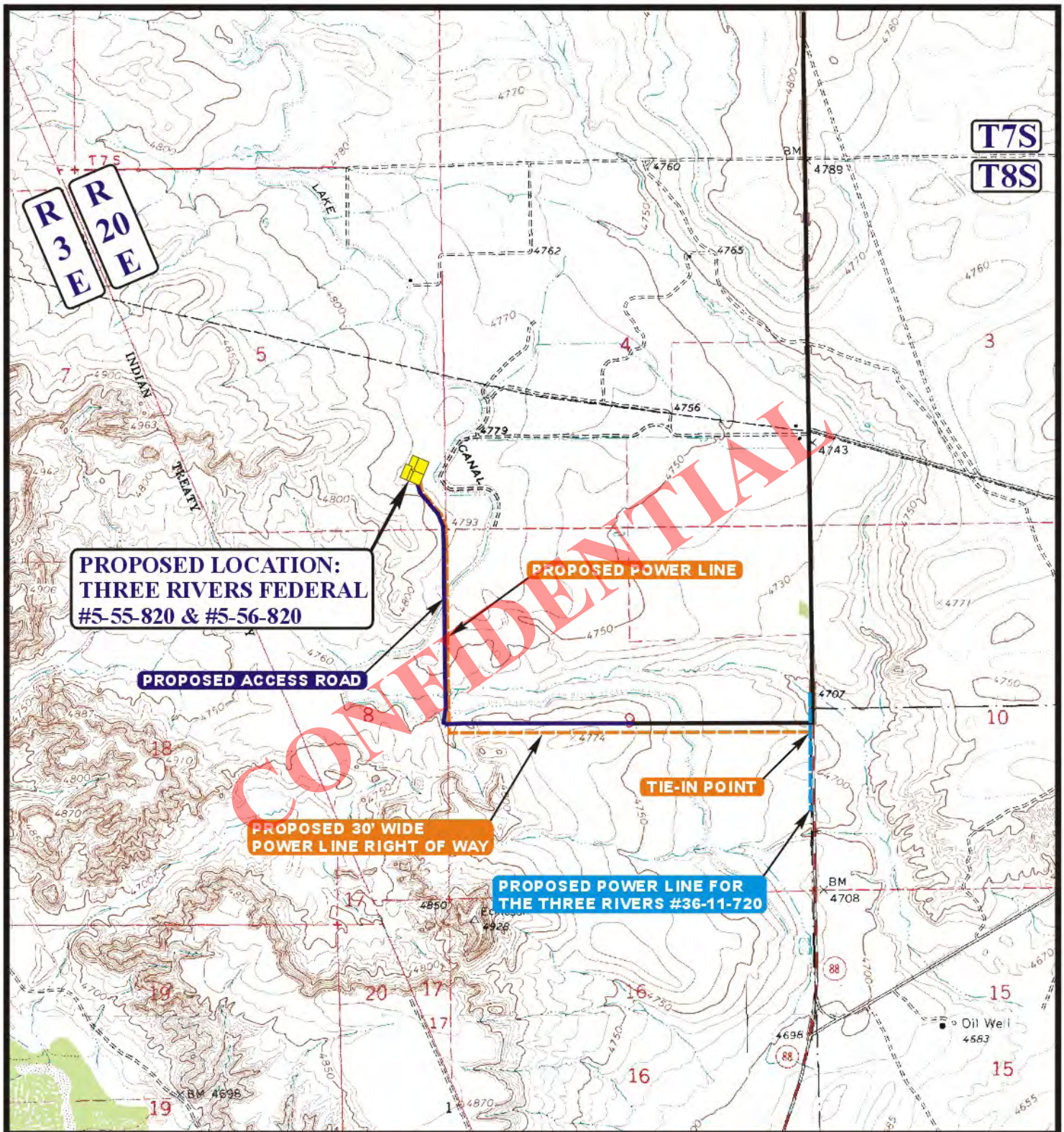
THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 04 MONTH | 09 DAY | 12 YEAR | D TOPO

SCALE: 1" = 2000' | DRAWN BY: A.T. | REVISED: 04-25-12

API Well Number: 43047528620000



APPROXIMATE TOTAL POWER LINE DISTANCE = 8,783' +/-

LEGEND:

PROPOSED ACCESS ROAD
PROPOSED POWER LINE
PROPOSED POWER LINE (SERVICING OTHER WELLS)

N

AXIA ENERGY

THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 04 MONTH | 25 DAY | 12 YEAR | E TOPO

SCALE: 1" = 2000' | DRAWN BY: A.T. | REVISED: 00-00-00

Well Planning Proposal

FOR

Axia Energy
Three Rivers Federal #5-56-820
Uintah Co., UT

Well File: Design #1 (2/21/12)

Presented By:

Pat Rasmussen
Regional Manager

Bret Wolford
Well Planner

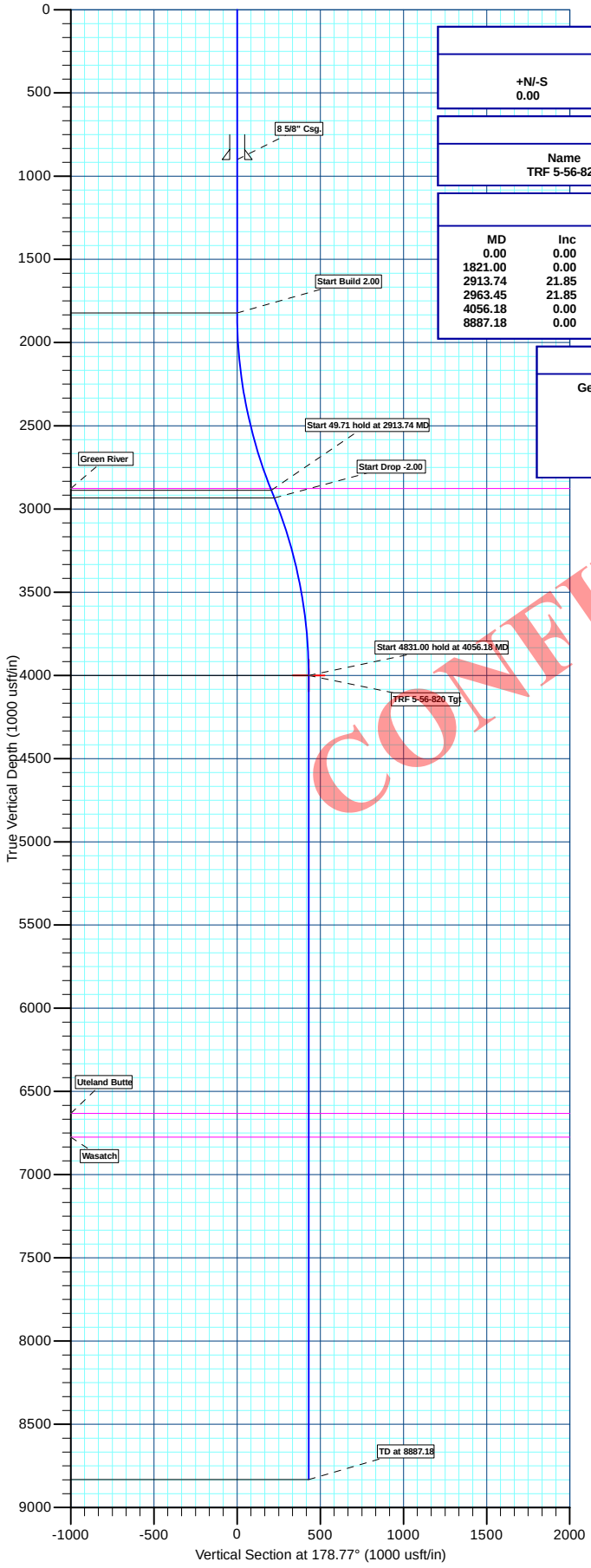
Shareewell Energy Services, LP

RECEIVED: May 30, 2012

API Well Number: 43047528620000

Axia Energy
Project: Uintah Co., UT
Site: Sec.5-T8S-R20E
Well: Three Rivers Federal #5-56-820
Wellbore: Wellbore #1
Design: Design #1
Latitude: 40° 8' 48.390 N
Longitude: 109° 41' 4.880 W
Ground Level: 4785.00
WELL @ 4801.00usft

Sharewell Energy Services, LP



WELL DETAILS: Three Rivers Federal #5-56-820

Ground Level: 4785.00

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.00	0.00	7227336.794	2147830.395	40° 8' 48.390 N	109° 41' 4.880 W	

WELLBORE TARGET DETAILS (MAP CO-ORDINATES AND LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
TRF 5-56-820 Tgt	4000.00	-430.19	9.22	40° 8' 44.138 N	109° 41' 4.762 W	Point

SECTION DETAILS

MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSect	Annotation
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1821.00	0.00	0.00	1821.00	0.00	0.00	0.00	0.00	0.00	Start Build 2.00
2913.74	21.85	178.77	2887.43	-205.84	4.41	2.00	178.77	205.89	Start 49.71 hold at 2913.74 MD
2963.45	21.85	178.77	2933.57	-224.34	4.81	0.00	0.00	224.40	Start Drop -2.00
4056.18	0.00	0.00	4000.00	-430.19	9.22	2.00	180.00	430.29	Start 4831.00 hold at 4056.18 MD
8887.18	0.00	0.00	8831.00	-430.19	9.22	0.00	0.00	430.29	TD at 8887.18

PROJECT DETAILS: Uintah Co., UT

Geodetic System: US State Plane 1983
Datum: North American Datum 1983
Ellipsoid: GRS 1980
Zone: Utah Central Zone

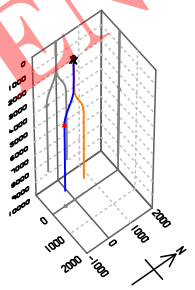
System Datum: Mean Sea Level

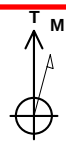
REFERENCE INFORMATION

Co-ordinate (N/E) Reference: Well Three Rivers Federal #5-56-820, True North
Vertical (TVD) Reference: WELL @ 4801.00usft
Section (VS) Reference: Slot - (0.00N, 0.00E)
Measured Depth Reference: WELL @ 4801.00usft
Calculation Method: Minimum Curvature

FORMATION TOP DETAILS

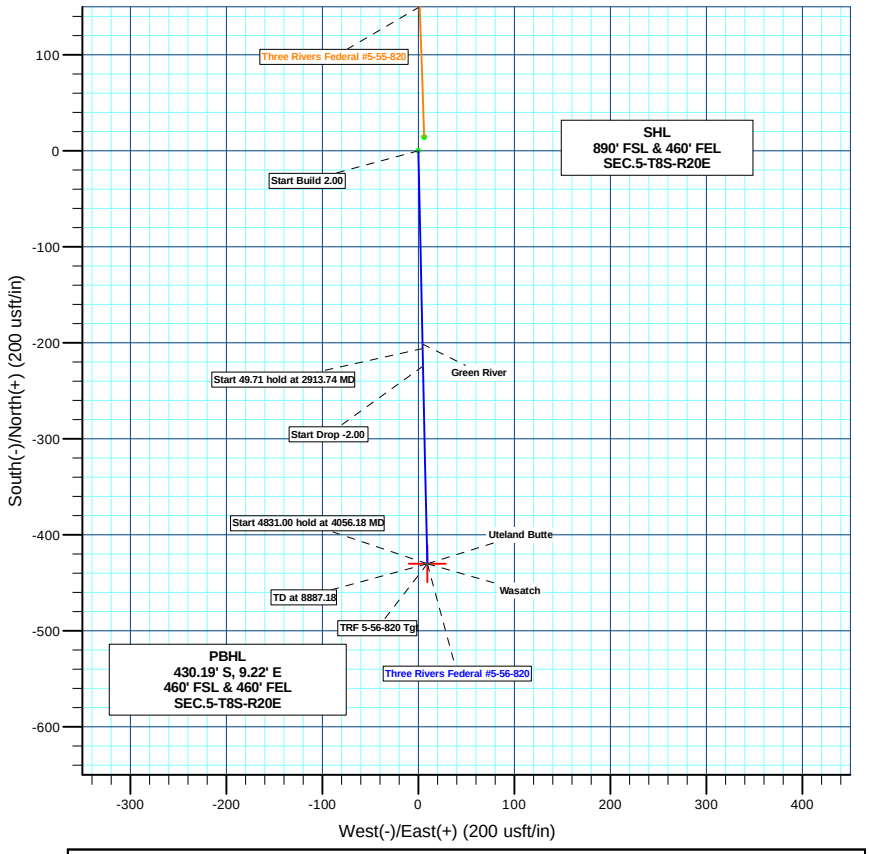
TVDPath	MDPath	Formation
2876.00	2901.43	Green River
6631.00	6687.18	Uteland Butte
6774.00	6830.18	Wasatch





Azimuths to True North
Magnetic North: 11.09°

Magnetic Field
Strength: 52316.3snT
Dip Angle: 65.94°
Date: 02/21/2012
Model: IGRF2010



Plan: Design #1 (Three Rivers Federal #5-56-820/Wellbore #1)

Created By: BRET WOLFORD Date: 14:14, February 21 2012

API Well Number: 43047528620000

Axia Energy

Uintah Co., UT
Sec.5-T8S-R20E
Three Rivers Federal #5-56-820

Wellbore #1

Plan: Design #1

Standard Planning Report

21 February, 2012

Sharewell Energy Services, LP

RECEIVED: May 30, 2012

Sharewell Energy Services, LP
Planning Report

Database:	EDM 5000.1 Single User Db	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Company:	Axia Energy	**TVD Reference:**	WELL @ 4801.00usft
Project:	Uintah Co., UT	**MD Reference:**	WELL @ 4801.00usft
Site:	Sec.5-T8S-R20E	**North Reference:**	True
Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Project Uintah Co., UT

Map System:	US State Plane 1983	**System Datum:**	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Central Zone		

Site Sec.5-T8S-R20E

Site Position:		**Northing:**	7,227,351.130 usft	**Latitude:**	40° 8' 48.530 N
From:	Lat/Long	**Easting:**	2,147,836.255 usft	**Longitude:**	109° 41' 4.801 W
Position Uncertainty:	0.00 usft	**Slot Radius:**	13-3/16"	**Grid Convergence:**	1.16 °

Well Three Rivers Federal #5-56-820

Well Position	**+N/-S**	-14.21 usft	**Northing:**	7,227,336.794 usft	**Latitude:**	40° 8' 48.390 N
	+E/-W	-6.15 usft	**Easting:**	2,147,830.395 usft	**Longitude:**	109° 41' 4.880 W
Position Uncertainty		0.00 usft	**Wellhead Elevation:**	usft	**Ground Level:**	4,785.00 usft

Wellbore Wellbore #1

Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	02/21/12	11.09	65.94	52,316

Design Design #1

Audit Notes:

Version:		**Phase:**	PLAN	**Tie On Depth:**	0.00

Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)
	0.00	0.00	0.00	178.77

Plan Sections

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1,821.00	0.00	0.00	1,821.00	0.00	0.00	0.00	0.00	0.00	0.00	
2,913.74	21.85	178.77	2,887.43	-205.84	4.41	2.00	2.00	0.00	178.77	
2,963.45	21.85	178.77	2,933.57	-224.34	4.81	0.00	0.00	0.00	0.00	
4,056.18	0.00	0.00	4,000.00	-430.19	9.22	2.00	-2.00	0.00	180.00	TRF 5-56-820 Tgt
8,887.18	0.00	0.00	8,831.00	-430.19	9.22	0.00	0.00	0.00	0.00	

RECEIVED: May 30, 2012

Sharewell Energy Services, LP

Planning Report

Database:	EDM 5000.1 Single User Db	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Company:	Axia Energy	**TVD Reference:**	WELL @ 4801.00usft
Project:	Uintah Co., UT	**MD Reference:**	WELL @ 4801.00usft
Site:	Sec.5-T8S-R20E	**North Reference:**	True
Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00
8 5/8" Csg.									
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00
Start Build 2.00									
1,821.00	0.00	0.00	1,821.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	1.58	178.77	1,899.99	-1.09	0.02	1.09	2.00	2.00	0.00
2,000.00	3.58	178.77	1,999.88	-5.59	0.12	5.59	2.00	2.00	0.00
2,100.00	5.58	178.77	2,099.56	-13.57	0.29	13.58	2.00	2.00	0.00
2,200.00	7.58	178.77	2,198.90	-25.03	0.54	25.03	2.00	2.00	0.00
2,300.00	9.58	178.77	2,297.77	-39.94	0.86	39.95	2.00	2.00	0.00
2,400.00	11.58	178.77	2,396.07	-58.30	1.25	58.31	2.00	2.00	0.00
2,500.00	13.58	178.77	2,493.66	-80.07	1.72	80.09	2.00	2.00	0.00
2,600.00	15.58	178.77	2,590.44	-105.24	2.26	105.26	2.00	2.00	0.00
2,700.00	17.58	178.77	2,686.27	-133.77	2.87	133.80	2.00	2.00	0.00
2,800.00	19.58	178.77	2,781.06	-165.62	3.55	165.66	2.00	2.00	0.00
2,900.00	21.58	178.77	2,874.67	-200.76	4.31	200.81	2.00	2.00	0.00
Green River									
2,901.43	21.61	178.77	2,876.00	-201.29	4.32	201.33	2.00	2.00	0.00
Start 49.71 hold at 2913.74 MD									
2,913.74	21.85	178.77	2,887.43	-205.84	4.41	205.89	2.00	2.00	0.00
Start Drop -2.00									
2,963.45	21.85	178.77	2,933.57	-224.34	4.81	224.40	0.00	0.00	0.00
3,000.00	21.12	178.77	2,967.58	-237.73	5.10	237.79	2.00	-2.00	0.00
3,100.00	19.12	178.77	3,061.47	-272.13	5.84	272.19	2.00	-2.00	0.00
3,200.00	17.12	178.77	3,156.50	-303.22	6.50	303.29	2.00	-2.00	0.00
3,300.00	15.12	178.77	3,252.57	-330.99	7.10	331.06	2.00	-2.00	0.00
3,400.00	13.12	178.77	3,349.54	-355.38	7.62	355.46	2.00	-2.00	0.00
3,500.00	11.12	178.77	3,447.30	-376.38	8.07	376.47	2.00	-2.00	0.00
3,600.00	9.12	178.77	3,545.74	-393.95	8.45	394.04	2.00	-2.00	0.00
3,700.00	7.12	178.77	3,644.73	-408.08	8.75	408.17	2.00	-2.00	0.00
3,800.00	5.12	178.77	3,744.16	-418.74	8.98	418.84	2.00	-2.00	0.00
3,900.00	3.12	178.77	3,843.89	-425.93	9.13	426.03	2.00	-2.00	0.00
4,000.00	1.12	178.77	3,943.82	-429.64	9.21	429.74	2.00	-2.00	0.00
Start 4831.00 hold at 4056.18 MD - TRF 5-56-820 Tgt									
4,056.18	0.00	0.00	4,000.00	-430.19	9.22	430.29	2.00	-2.00	0.00
4,100.00	0.00	0.00	4,043.82	-430.19	9.22	430.29	0.00	0.00	0.00

RECEIVED: May 30, 2012

Sharewell Energy Services, LP

Planning Report

Database:	EDM 5000.1 Single User Db	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Company:	Axia Energy	**TVD Reference:**	WELL @ 4801.00usft
Project:	Uintah Co., UT	**MD Reference:**	WELL @ 4801.00usft
Site:	Sec.5-T8S-R20E	**North Reference:**	True
Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
4,200.00	0.00	0.00	4,143.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,300.00	0.00	0.00	4,243.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,400.00	0.00	0.00	4,343.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,500.00	0.00	0.00	4,443.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,600.00	0.00	0.00	4,543.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,700.00	0.00	0.00	4,643.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,800.00	0.00	0.00	4,743.82	-430.19	9.22	430.29	0.00	0.00	0.00
4,900.00	0.00	0.00	4,843.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,000.00	0.00	0.00	4,943.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,100.00	0.00	0.00	5,043.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,200.00	0.00	0.00	5,143.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,300.00	0.00	0.00	5,243.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,400.00	0.00	0.00	5,343.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,500.00	0.00	0.00	5,443.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,600.00	0.00	0.00	5,543.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,700.00	0.00	0.00	5,643.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,800.00	0.00	0.00	5,743.82	-430.19	9.22	430.29	0.00	0.00	0.00
5,900.00	0.00	0.00	5,843.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,000.00	0.00	0.00	5,943.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,100.00	0.00	0.00	6,043.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,200.00	0.00	0.00	6,143.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,300.00	0.00	0.00	6,243.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,400.00	0.00	0.00	6,343.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,500.00	0.00	0.00	6,443.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,600.00	0.00	0.00	6,543.82	-430.19	9.22	430.29	0.00	0.00	0.00
Uteland Butte									
6,687.18	0.00	0.00	6,631.00	-430.19	9.22	430.29	0.00	0.00	0.00
6,700.00	0.00	0.00	6,643.82	-430.19	9.22	430.29	0.00	0.00	0.00
6,800.00	0.00	0.00	6,743.82	-430.19	9.22	430.29	0.00	0.00	0.00
Wasatch									
6,830.18	0.00	0.00	6,774.00	-430.19	9.22	430.29	0.00	0.00	0.00
6,900.00	0.00	0.00	6,843.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,000.00	0.00	0.00	6,943.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,100.00	0.00	0.00	7,043.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,200.00	0.00	0.00	7,143.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,300.00	0.00	0.00	7,243.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,400.00	0.00	0.00	7,343.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,500.00	0.00	0.00	7,443.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,600.00	0.00	0.00	7,543.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,700.00	0.00	0.00	7,643.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,800.00	0.00	0.00	7,743.82	-430.19	9.22	430.29	0.00	0.00	0.00
7,900.00	0.00	0.00	7,843.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,000.00	0.00	0.00	7,943.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,100.00	0.00	0.00	8,043.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,200.00	0.00	0.00	8,143.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,300.00	0.00	0.00	8,243.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,400.00	0.00	0.00	8,343.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,500.00	0.00	0.00	8,443.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,600.00	0.00	0.00	8,543.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,700.00	0.00	0.00	8,643.82	-430.19	9.22	430.29	0.00	0.00	0.00
8,800.00	0.00	0.00	8,743.82	-430.19	9.22	430.29	0.00	0.00	0.00
TD at 8887.18									
8,887.18	0.00	0.00	8,831.00	-430.19	9.22	430.29	0.00	0.00	0.00

RECEIVED: May 30, 2012

Database:	EDM 5000.1 Single User Db	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Company:	Axia Energy	**TVD Reference:**	WELL @ 4801.00usft
Project:	Uintah Co., UT	**MD Reference:**	WELL @ 4801.00usft
Site:	Sec.5-T8S-R20E	**North Reference:**	True
Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Design Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (usft)	+N/-S (usft)	+E/-W (usft)	Northing (usft)	Easting (usft)	Latitude	Longitude
TRF 5-56-820 Tgt - plan hits target center - Point	0.00	0.00	4,000.00	-430.19	9.22	7,226,906.882	2,147,848.348	40° 8' 44.138 N	109° 41' 4.762 W

Casing Points

Measured Depth (usft)	Vertical Depth (usft)	Name	Casing Diameter (")	Hole Diameter (")
900.00	900.00	8 5/8" Csg.	8-5/8	12-1/4

Formations

Measured Depth (usft)	Vertical Depth (usft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,901.43	2,876.00	Green River		0.00	
6,687.18	6,631.00	Uteland Butte		0.00	
6,830.18	6,774.00	Wasatch		0.00	

Plan Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates +N/-S (usft)	Local Coordinates +E/-W (usft)	Comment
1,821.00	1,821.00	0.00	0.00	Start Build 2.00
2,913.74	2,887.43	-205.84	4.41	Start 49.71 hold at 2913.74 MD
2,963.45	2,933.57	-224.34	4.81	Start Drop -2.00
4,056.18	4,000.00	-430.19	9.22	Start 4831.00 hold at 4056.18 MD
8,887.18	8,831.00	-430.19	9.22	TD at 8887.18

API Well Number: 43047528620000

Axia Energy

Uintah Co., UT
Sec.5-T8S-R20E
Three Rivers Federal #5-56-820

Wellbore #1
Design #1

Anticollision Report

21 February, 2012

Sharewell Energy Services, LP

RECEIVED: May 30, 2012

Sharewell Energy Services, LP

Anticollision Report

Company:	Axia Energy	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Project:	Uintah Co., UT	**TVD Reference:**	WELL @ 4801.00usft
Reference Site:	Sec.5-T8S-R20E	**MD Reference:**	WELL @ 4801.00usft
Site Error:	0.00 usft	**North Reference:**	True
Reference Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Well Error:	0.00 usft	**Output errors are at**	2.00 sigma
Reference Wellbore	Wellbore #1	**Database:**	EDM 5000.1 Single User Db
Reference Design:	Design #1	**Offset TVD Reference:**	Reference Datum

Reference Design #1

Filter type:	NO GLOBAL FILTER: Using user defined selection & filtering criteria		
Interpolation Method:	Stations	**Error Model:**	ISCWSA
Depth Range:	Unlimited	**Scan Method:**	Closest Approach 3D
Results Limited by:	Maximum center-center distance of 9,999.98 usft	**Error Surface:**	Elliptical Conic
Warning Levels Evaluated at:	2.00 **Sigma**	**Casing Method:**	Not applied

Survey Tool Program **Date** 02/21/12

From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
0.00	8,887.18	Design #1 (Wellbore #1)	MWD	MWD - Standard

Summary

Site Name / Offset Well - Wellbore - Design	Reference Measured Depth (usft)	Offset Measured Depth (usft)	Distance Between Centres (usft)	Distance Between Ellipses (usft)	Separation Factor	Warning
Sec.5-T8S-R20E						
Three Rivers Federal #5-55-820 - Wellbore #1 - Design #	1,821.00	1,821.00	15.48	7.56	1.954	CC, ES, SF

Offset Design Sec.5-T8S-R20E - Three Rivers Federal #5-55-820 - Wellbore #1 - Design #1

Survey Program: 0-MWD

Offset Site Error: 0.00 usft

Offset Well Error: 0.00 usft

Reference Measured Depth (usft)	Reference Vertical Depth (usft)	Offset Measured Depth (usft)	Offset Vertical Depth (usft)	Semi Major Axis Reference (usft)	Semi Major Axis Offset (usft)	Azimuth from North (°)	Offset Wellbore Centre +N/-S (usft)	Offset Wellbore Centre +E/-W (usft)	Distance Between Centres (usft)	Distance Between Ellipses (usft)	Minimum Separation (usft)	Separation Factor	Warning
0.00	0.00	0.00	0.00	0.00	0.00	23.40	14.21	6.15	15.48				
100.00	100.00	100.00	100.00	0.09	0.09	23.40	14.21	6.15	15.48	15.30	0.19	82.012	
200.00	200.00	200.00	200.00	0.32	0.32	23.40	14.21	6.15	15.48	14.85	0.64	24.257	
300.00	300.00	300.00	300.00	0.54	0.54	23.40	14.21	6.15	15.48	14.40	1.09	14.233	
400.00	400.00	400.00	400.00	0.77	0.77	23.40	14.21	6.15	15.48	13.95	1.54	10.072	
500.00	500.00	500.00	500.00	0.99	0.99	23.40	14.21	6.15	15.48	13.50	1.99	7.793	
600.00	600.00	600.00	600.00	1.22	1.22	23.40	14.21	6.15	15.48	13.05	2.44	6.355	
700.00	700.00	700.00	700.00	1.44	1.44	23.40	14.21	6.15	15.48	12.60	2.89	5.365	
800.00	800.00	800.00	800.00	1.67	1.67	23.40	14.21	6.15	15.48	12.15	3.34	4.642	
900.00	900.00	900.00	900.00	1.89	1.89	23.40	14.21	6.15	15.48	11.70	3.79	4.091	
1,000.00	1,000.00	1,000.00	1,000.00	2.12	2.12	23.40	14.21	6.15	15.48	11.25	4.23	3.657	
1,100.00	1,100.00	1,100.00	1,100.00	2.34	2.34	23.40	14.21	6.15	15.48	10.80	4.68	3.306	
1,200.00	1,200.00	1,200.00	1,200.00	2.57	2.57	23.40	14.21	6.15	15.48	10.35	5.13	3.016	
1,300.00	1,300.00	1,300.00	1,300.00	2.79	2.79	23.40	14.21	6.15	15.48	9.90	5.58	2.773	
1,400.00	1,400.00	1,400.00	1,400.00	3.02	3.02	23.40	14.21	6.15	15.48	9.45	6.03	2.567	
1,500.00	1,500.00	1,500.00	1,500.00	3.24	3.24	23.40	14.21	6.15	15.48	9.00	6.48	2.389	
1,600.00	1,600.00	1,600.00	1,600.00	3.47	3.47	23.40	14.21	6.15	15.48	8.55	6.93	2.234	
1,700.00	1,700.00	1,700.00	1,700.00	3.69	3.69	23.40	14.21	6.15	15.48	8.10	7.38	2.098	
1,800.00	1,800.00	1,800.00	1,800.00	3.92	3.92	23.40	14.21	6.15	15.48	7.65	7.83	1.977	
1,821.00	1,821.00	1,821.00	1,821.00	3.96	3.96	23.40	14.21	6.15	15.48	7.56	7.93	1.954	CC, ES, SF
1,900.00	1,899.99	1,899.70	1,899.70	4.12	4.14	21.14	14.71	6.13	16.94	8.69	8.26	2.052	
2,000.00	1,999.88	1,998.70	1,998.62	4.29	4.36	13.86	18.27	6.01	24.61	15.97	8.64	2.848	
2,100.00	2,099.56	2,096.50	2,096.19	4.47	4.59	8.05	25.14	5.77	39.24	30.22	9.02	4.349	
2,200.00	2,198.90	2,192.46	2,191.61	4.65	4.80	4.64	35.11	5.42	60.77	51.38	9.40	6.468	
2,300.00	2,297.77	2,285.94	2,284.21	4.86	5.02	2.68	47.89	4.97	88.97	79.21	9.76	9.117	
2,400.00	2,396.07	2,376.39	2,373.37	5.10	5.26	1.51	63.12	4.44	123.56	113.46	10.11	12.225	

CC - Min centre to center distance or covergent point, SF - min separation factor, ES - min ellipse separation

Sharewell Energy Services, LP

Anticollision Report

Company:	Axia Energy	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Project:	Uintah Co., UT	**TVD Reference:**	WELL @ 4801.00usft
Reference Site:	Sec.5-T8S-R20E	**MD Reference:**	WELL @ 4801.00usft
Site Error:	0.00 usft	**North Reference:**	True
Reference Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Well Error:	0.00 usft	**Output errors are at**	2.00 sigma
Reference Wellbore	Wellbore #1	**Database:**	EDM 5000.1 Single User Db
Reference Design:	Design #1	**Offset TVD Reference:**	Reference Datum

Offset Design Sec.5-T8S-R20E - Three Rivers Federal #5-55-820 - Wellbore #1 - Design #1

Offset Site Error: 0.00 usft

Survey Program: 0-MWD

Offset Well Error: 0.00 usft

Reference Measured Depth (usft)	Reference Vertical Depth (usft)	Offset Measured Depth (usft)	Offset Vertical Depth (usft)	Semi Major Axis Reference (usft)	Semi Major Axis Offset (usft)	Azimuth from North (°)	Offset Wellbore Centre +N/-S (usft)	Offset Wellbore Centre +E/-W (usft)	Distance Between Centres (usft)	Distance Between Ellipses (usft)	Minimum Separation (usft)	Separation Factor	Warning
2,500.00	2,493.66	2,463.34	2,458.58	5.38	5.50	0.76	80.41	3.84	164.28	153.84	10.44	15.734	
2,600.00	2,590.44	2,546.40	2,539.45	5.70	5.75	0.26	99.33	3.18	210.83	200.07	10.76	19.594	
2,700.00	2,686.27	2,625.26	2,615.69	6.07	6.02	-0.09	119.45	2.47	262.87	251.80	11.07	23.752	
2,800.00	2,781.06	2,700.00	2,687.41	6.51	6.29	-0.34	140.45	1.74	320.08	308.73	11.35	28.191	
2,900.00	2,874.67	2,769.56	2,753.65	7.00	6.58	-0.52	161.67	1.00	382.12	370.49	11.63	32.862	
2,913.74	2,887.43	2,778.80	2,762.41	7.08	6.62	-0.54	164.61	0.89	391.00	379.34	11.66	33.522	
2,963.45	2,933.57	2,811.73	2,793.54	7.35	6.76	-0.62	175.32	0.52	423.50	411.64	11.86	35.715	
3,000.00	2,967.58	2,835.66	2,816.10	7.54	6.87	-0.66	183.32	0.24	447.50	435.45	12.05	37.136	
3,100.00	3,061.47	2,910.48	2,886.41	8.01	7.23	-0.77	208.88	-0.65	511.91	499.32	12.59	40.657	
3,200.00	3,156.50	2,989.15	2,960.33	8.47	7.62	-0.86	235.77	-1.59	573.64	560.51	13.13	43.686	
3,300.00	3,252.57	3,074.77	3,040.82	8.93	8.06	-0.93	264.96	-2.61	632.52	618.85	13.68	46.253	
3,400.00	3,349.54	3,184.21	3,144.62	9.36	8.53	-1.00	299.60	-3.82	686.39	672.16	14.22	48.258	
3,500.00	3,447.30	3,301.25	3,257.00	9.75	9.02	-1.05	332.24	-4.96	733.84	719.07	14.77	49.681	
3,600.00	3,545.74	3,425.32	3,377.49	10.12	9.49	-1.09	361.79	-6.00	774.38	759.06	15.32	50.535	
3,700.00	3,644.73	3,555.64	3,505.30	10.44	9.95	-1.13	387.19	-6.88	807.55	791.68	15.87	50.873	
3,800.00	3,744.16	3,691.17	3,639.29	10.73	10.37	-1.15	407.42	-7.59	832.96	816.54	16.41	50.746	
3,900.00	3,843.89	3,830.63	3,778.02	10.97	10.72	-1.16	421.60	-8.09	850.26	833.32	16.94	50.206	
4,000.00	3,943.82	3,972.58	3,919.75	11.18	11.01	-1.17	429.08	-8.35	859.23	841.80	17.43	49.295	
4,056.18	4,000.00	4,052.84	4,000.00	11.27	11.14	-1.17	430.20	-8.39	860.57	842.88	17.69	48.655	
4,100.00	4,043.82	4,096.65	4,043.82	11.34	11.21	-1.17	430.20	-8.39	860.57	842.72	17.86	48.194	
4,200.00	4,143.82	4,196.65	4,143.82	11.50	11.37	-1.17	430.20	-8.39	860.57	842.30	18.27	47.101	
4,300.00	4,243.82	4,296.65	4,243.82	11.67	11.54	-1.17	430.20	-8.39	860.57	841.88	18.69	46.050	
4,400.00	4,343.82	4,396.65	4,343.82	11.84	11.71	-1.17	430.20	-8.39	860.57	841.47	19.11	45.043	
4,500.00	4,443.82	4,496.65	4,443.82	12.01	11.89	-1.17	430.20	-8.39	860.57	841.05	19.53	44.075	
4,600.00	4,543.82	4,596.65	4,543.82	12.18	12.06	-1.17	430.20	-8.39	860.57	840.63	19.95	43.145	
4,700.00	4,643.82	4,696.65	4,643.82	12.36	12.24	-1.17	430.20	-8.39	860.57	840.20	20.37	42.251	
4,800.00	4,743.82	4,796.65	4,743.82	12.53	12.42	-1.17	430.20	-8.39	860.57	839.78	20.79	41.391	
4,900.00	4,843.82	4,896.65	4,843.82	12.71	12.60	-1.17	430.20	-8.39	860.57	839.36	21.22	40.563	
5,000.00	4,943.82	4,996.65	4,943.82	12.89	12.78	-1.17	430.20	-8.39	860.57	838.93	21.64	39.766	
5,100.00	5,043.82	5,096.65	5,043.82	13.07	12.96	-1.17	430.20	-8.39	860.57	838.50	22.07	38.997	
5,200.00	5,143.82	5,196.65	5,143.82	13.25	13.15	-1.17	430.20	-8.39	860.57	838.08	22.49	38.257	
5,300.00	5,243.82	5,296.65	5,243.82	13.43	13.33	-1.17	430.20	-8.39	860.57	837.65	22.92	37.542	
5,400.00	5,343.82	5,396.65	5,343.82	13.62	13.52	-1.17	430.20	-8.39	860.57	837.22	23.35	36.853	
5,500.00	5,443.82	5,496.65	5,443.82	13.80	13.71	-1.17	430.20	-8.39	860.57	836.79	23.78	36.187	
5,600.00	5,543.82	5,596.65	5,543.82	13.99	13.89	-1.17	430.20	-8.39	860.57	836.36	24.21	35.544	
5,700.00	5,643.82	5,696.65	5,643.82	14.18	14.08	-1.17	430.20	-8.39	860.57	835.93	24.64	34.922	
5,800.00	5,743.82	5,796.65	5,743.82	14.36	14.27	-1.17	430.20	-8.39	860.57	835.50	25.07	34.321	
5,900.00	5,843.82	5,896.65	5,843.82	14.55	14.47	-1.17	430.20	-8.39	860.57	835.07	25.51	33.739	
6,000.00	5,943.82	5,996.65	5,943.82	14.74	14.66	-1.17	430.20	-8.39	860.57	834.63	25.94	33.176	
6,100.00	6,043.82	6,096.65	6,043.82	14.94	14.85	-1.17	430.20	-8.39	860.57	834.20	26.37	32.631	
6,200.00	6,143.82	6,196.65	6,143.82	15.13	15.05	-1.17	430.20	-8.39	860.57	833.76	26.81	32.103	
6,300.00	6,243.82	6,296.65	6,243.82	15.32	15.24	-1.17	430.20	-8.39	860.57	833.33	27.24	31.591	
6,400.00	6,343.82	6,396.65	6,343.82	15.52	15.44	-1.17	430.20	-8.39	860.57	832.90	27.68	31.094	
6,500.00	6,443.82	6,496.65	6,443.82	15.71	15.63	-1.17	430.20	-8.39	860.57	832.46	28.11	30.613	
6,600.00	6,543.82	6,596.65	6,543.82	15.91	15.83	-1.17	430.20	-8.39	860.57	832.02	28.55	30.145	
6,700.00	6,643.82	6,696.65	6,643.82	16.10	16.03	-1.17	430.20	-8.39	860.57	831.59	28.98	29.691	
6,800.00	6,743.82	6,796.65	6,743.82	16.30	16.23	-1.17	430.20	-8.39	860.57	831.15	29.42	29.251	
6,900.00	6,843.82	6,896.65	6,843.82	16.50	16.43	-1.17	430.20	-8.39	860.57	830.71	29.86	28.823	
7,000.00	6,943.82	6,996.65	6,943.82	16.70	16.63	-1.17	430.20	-8.39	860.57	830.28	30.29	28.406	
7,100.00	7,043.82	7,096.65	7,043.82	16.90	16.83	-1.17	430.20	-8.39	860.57	829.84	30.73	28.002	
7,200.00	7,143.82	7,196.65	7,143.82	17.10	17.03	-1.17	430.20	-8.39	860.57	829.40	31.17	27.608	
7,300.00	7,243.82	7,296.65	7,243.82	17.30	17.23	-1.17	430.20	-8.39	860.57	828.96	31.61	27.225	

CC - Min centre to center distance or covergent point, SF - min separation factor, ES - min ellipse separation

Sharewell Energy Services, LP

Anticollision Report

Company:	Axia Energy	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Project:	Uintah Co., UT	**TVD Reference:**	WELL @ 4801.00usft
Reference Site:	Sec.5-T8S-R20E	**MD Reference:**	WELL @ 4801.00usft
Site Error:	0.00 usft	**North Reference:**	True
Reference Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Well Error:	0.00 usft	**Output errors are at**	2.00 sigma
Reference Wellbore	Wellbore #1	**Database:**	EDM 5000.1 Single User Db
Reference Design:	Design #1	**Offset TVD Reference:**	Reference Datum

Offset Design Sec.5-T8S-R20E - Three Rivers Federal #5-55-820 - Wellbore #1 - Design #1

Offset Site Error: 0.00 usft

Survey Program: 0-MWD

Offset Well Error: 0.00 usft

Reference Measured Depth (usft)	Reference Vertical Depth (usft)	Offset Measured Depth (usft)	Offset Vertical Depth (usft)	Semi Major Axis Reference (usft)	Semi Major Axis Offset (usft)	Azimuth from North (°)	Offset Wellbore Centre +N/-S (usft)	Offset Wellbore Centre +E/-W (usft)	Distance Between Centres (usft)	Distance Between Ellipses (usft)	Minimum Separation (usft)	Separation Factor	Warning
7,400.00	7,343.82	7,396.65	7,343.82	17.50	17.44	-1.17	430.20	-8.39	860.57	828.52	32.05	26.853	
7,500.00	7,443.82	7,496.65	7,443.82	17.70	17.64	-1.17	430.20	-8.39	860.57	828.08	32.49	26.490	
7,600.00	7,543.82	7,596.65	7,543.82	17.90	17.84	-1.17	430.20	-8.39	860.57	827.65	32.93	26.136	
7,700.00	7,643.82	7,696.65	7,643.82	18.10	18.05	-1.17	430.20	-8.39	860.57	827.21	33.37	25.792	
7,800.00	7,743.82	7,796.65	7,743.82	18.31	18.25	-1.17	430.20	-8.39	860.57	826.77	33.81	25.456	
7,900.00	7,843.82	7,896.65	7,843.82	18.51	18.46	-1.17	430.20	-8.39	860.57	826.33	34.25	25.129	
8,000.00	7,943.82	7,996.65	7,943.82	18.72	18.66	-1.17	430.20	-8.39	860.57	825.89	34.69	24.810	
8,100.00	8,043.82	8,096.65	8,043.82	18.92	18.87	-1.17	430.20	-8.39	860.57	825.44	35.13	24.499	
8,200.00	8,143.82	8,196.65	8,143.82	19.13	19.08	-1.17	430.20	-8.39	860.57	825.00	35.57	24.195	
8,300.00	8,243.82	8,296.65	8,243.82	19.33	19.28	-1.17	430.20	-8.39	860.57	824.56	36.01	23.899	
8,400.00	8,343.82	8,396.65	8,343.82	19.54	19.49	-1.17	430.20	-8.39	860.57	824.12	36.45	23.610	
8,500.00	8,443.82	8,496.65	8,443.82	19.74	19.70	-1.17	430.20	-8.39	860.57	823.68	36.89	23.327	
8,600.00	8,543.82	8,596.65	8,543.82	19.95	19.90	-1.17	430.20	-8.39	860.57	823.24	37.33	23.051	
8,700.00	8,643.82	8,696.65	8,643.82	20.16	20.11	-1.17	430.20	-8.39	860.57	822.80	37.77	22.782	
8,800.00	8,743.82	8,796.65	8,743.82	20.37	20.32	-1.17	430.20	-8.39	860.57	822.36	38.22	22.518	
8,887.18	8,831.00	8,883.84	8,831.00	20.55	20.50	-1.17	430.20	-8.39	860.57	821.97	38.60	22.293	

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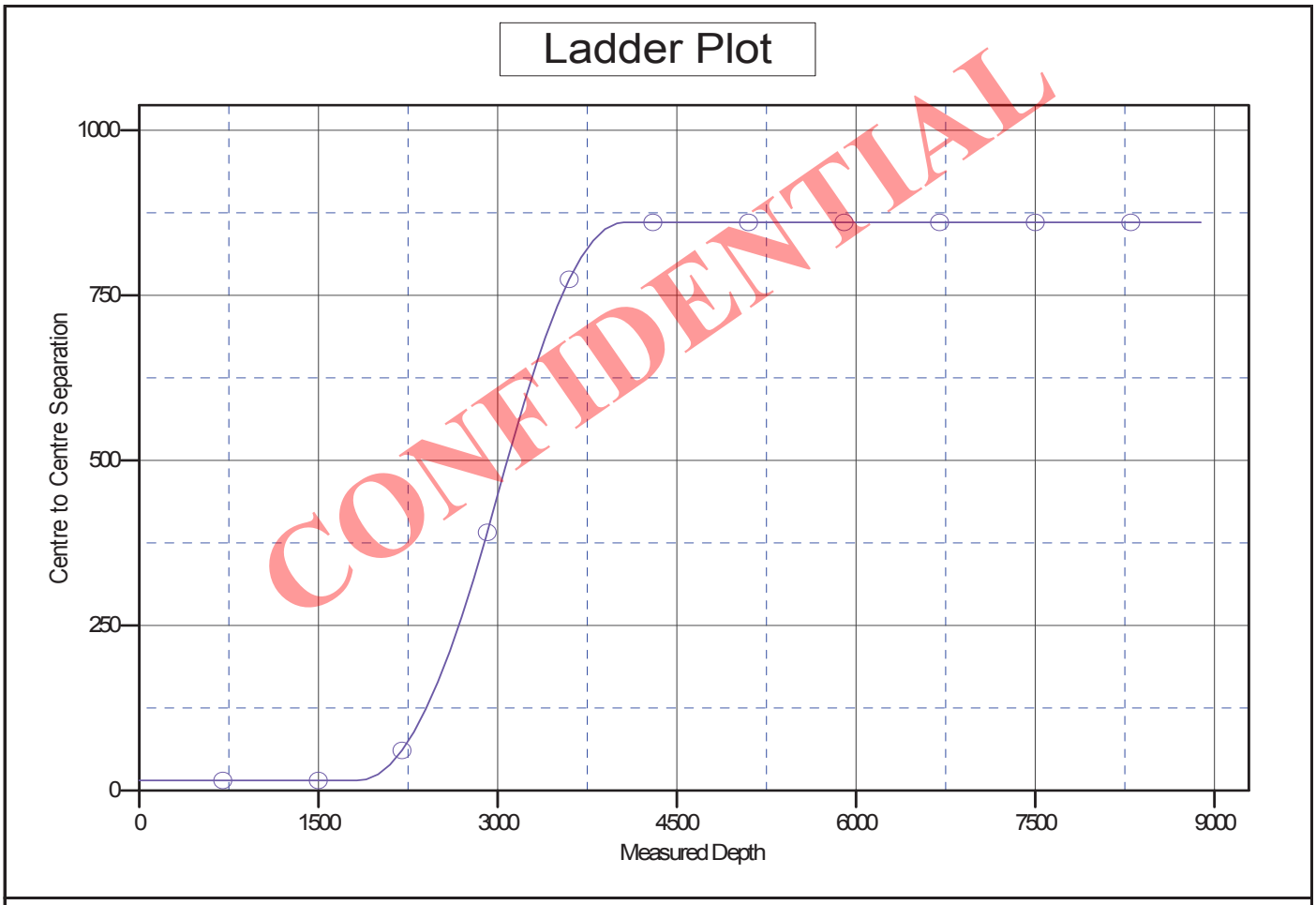
Sharewell Energy Services, LP

Anticollision Report

Company:	Axia Energy	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Project:	Uintah Co., UT	**TVD Reference:**	WELL @ 4801.00usft
Reference Site:	Sec.5-T8S-R20E	**MD Reference:**	WELL @ 4801.00usft
Site Error:	0.00 usft	**North Reference:**	True
Reference Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Well Error:	0.00 usft	**Output errors are at**	2.00 sigma
Reference Wellbore	Wellbore #1	**Database:**	EDM 5000.1 Single User Db
Reference Design:	Design #1	**Offset TVD Reference:**	Reference Datum

Reference Depths are relative to WELL @ 4801.00usft
Offset Depths are relative to Offset Datum
Central Meridian is 111° 30' 0.000 W

Coordinates are relative to: Three Rivers Federal #5-56-820
Coordinate System is US State Plane 1983, Utah Central Zone
Grid Convergence at Surface is: 1.16°



LEGEND

rs Federal #5-55-820, Wellbore #1, Design #1 V0

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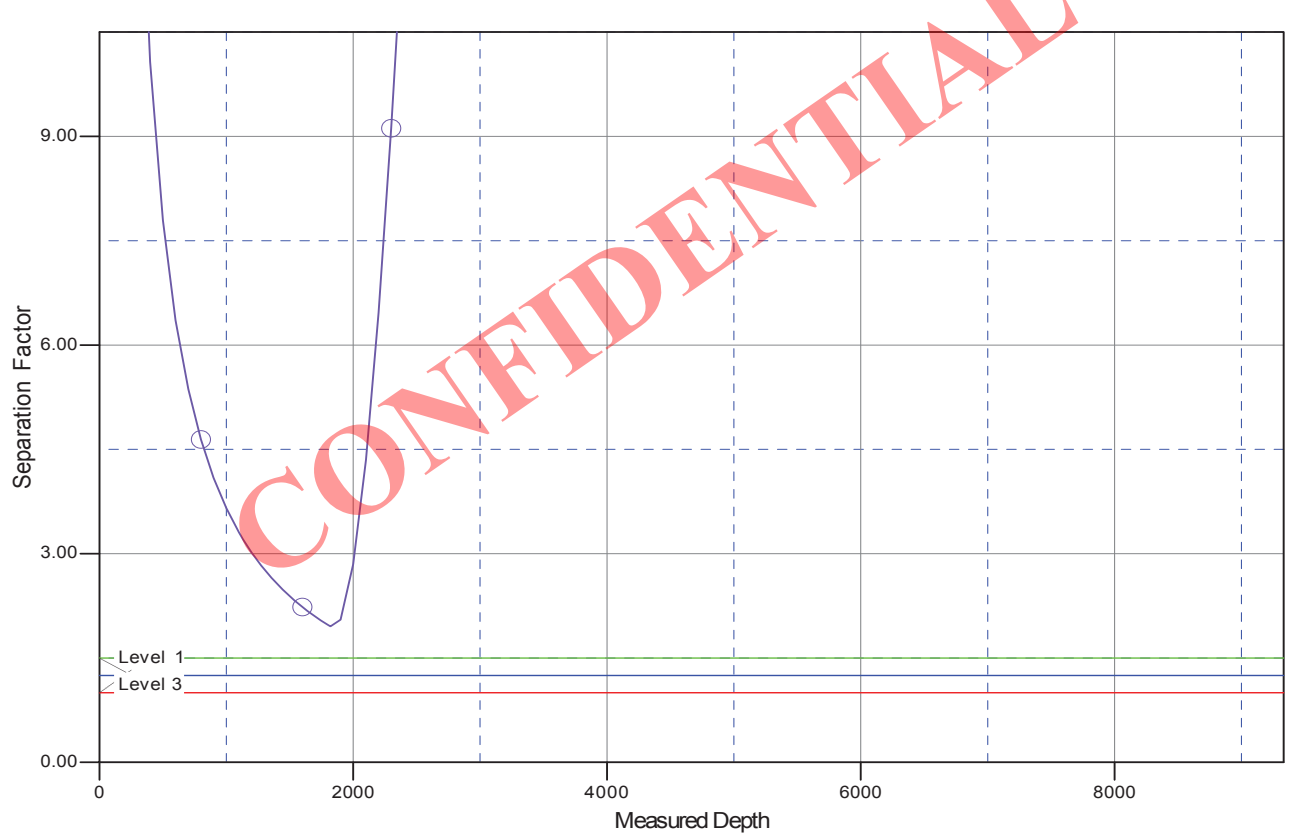
Sharewell Energy Services, LP

Anticollision Report

Company:	Axia Energy	**Local Co-ordinate Reference:**	Well Three Rivers Federal #5-56-820
Project:	Uintah Co., UT	**TVD Reference:**	WELL @ 4801.00usft
Reference Site:	Sec.5-T8S-R20E	**MD Reference:**	WELL @ 4801.00usft
Site Error:	0.00 usft	**North Reference:**	True
Reference Well:	Three Rivers Federal #5-56-820	**Survey Calculation Method:**	Minimum Curvature
Well Error:	0.00 usft	**Output errors are at**	2.00 sigma
Reference Wellbore	Wellbore #1	**Database:**	EDM 5000.1 Single User Db
Reference Design:	Design #1	**Offset TVD Reference:**	Reference Datum

Reference Depths are relative to WELL @ 4801.00usft	Coordinates are relative to: Three Rivers Federal #5-56-820
Offset Depths are relative to Offset Datum	Coordinate System is US State Plane 1983, Utah Central Zone
Central Meridian is 111° 30' 0.000 W	Grid Convergence at Surface is: 1.16°

Separation Factor Plot



LEGEND

rs Federal #5-55-820, Wellbore #1, Design #1 V0

RECEIVED: May 30, 2012

BOP Equipment

3000psi WP

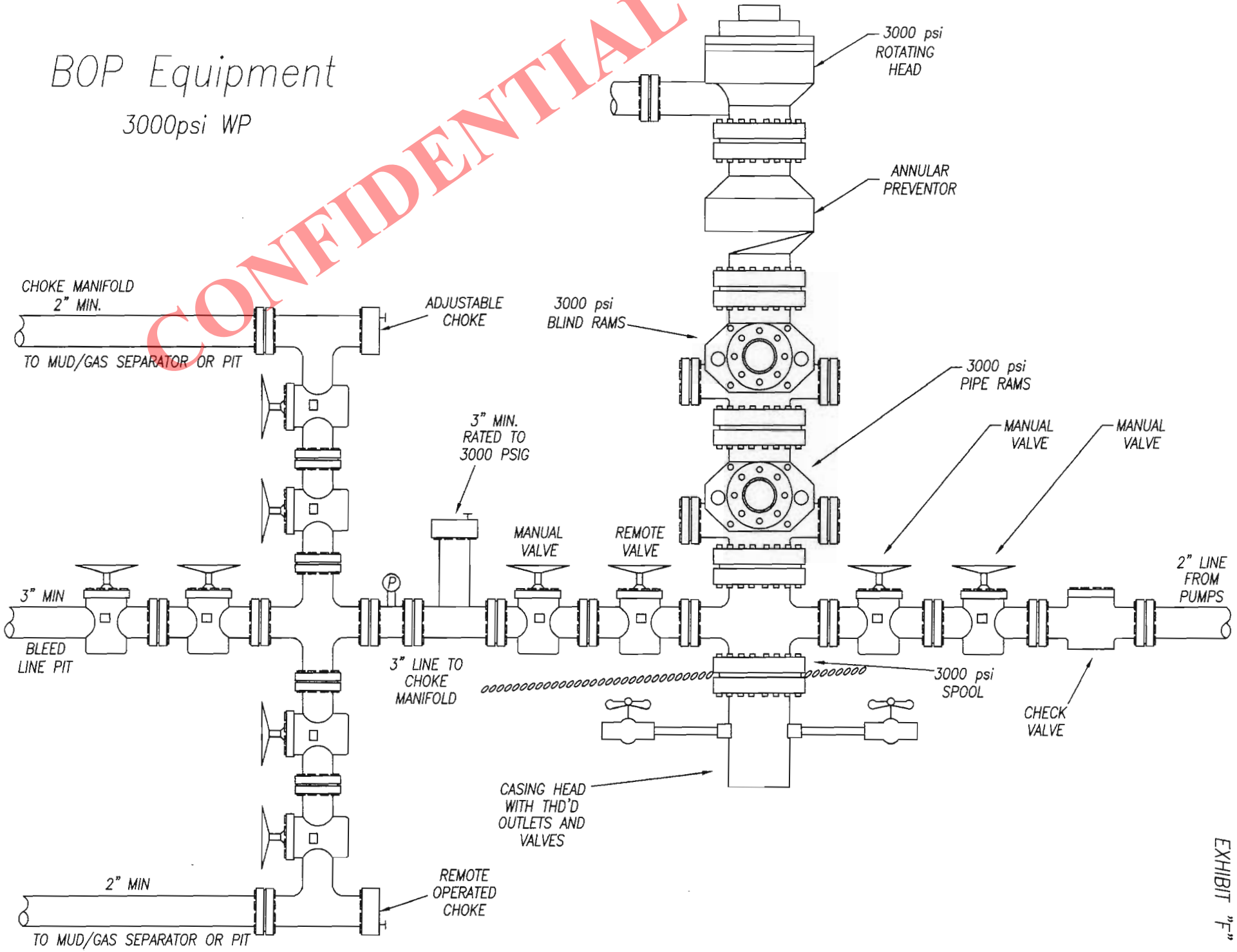


EXHIBIT "F"

RECEIVED: May 30, 2012

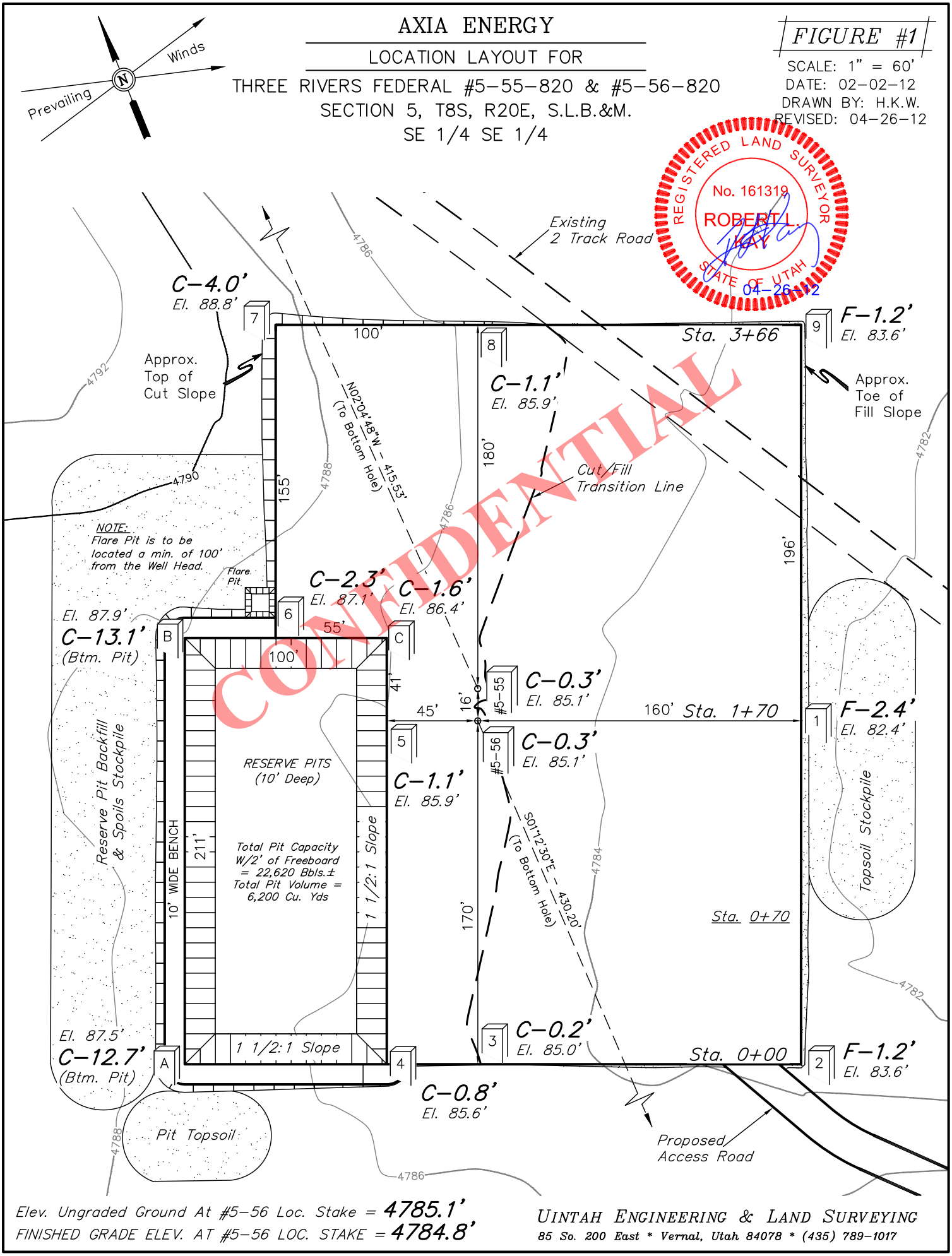
API Well Number: 43047528620000

AXIA ENERGY

LOCATION LAYOUT FOR

THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

FIGURE #1
SCALE: 1" = 60'
DATE: 02-02-12
DRAWN BY: H.K.W.
REVISED: 04-26-12



Elev. Ungraded Ground At #5-56 Loc. Stake = 4785.1'
FINISHED GRADE ELEV. AT #5-56 LOC. STAKE = 4784.8'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: May 30, 2012

AXIA ENERGY

TYPICAL CROSS SECTIONS FOR

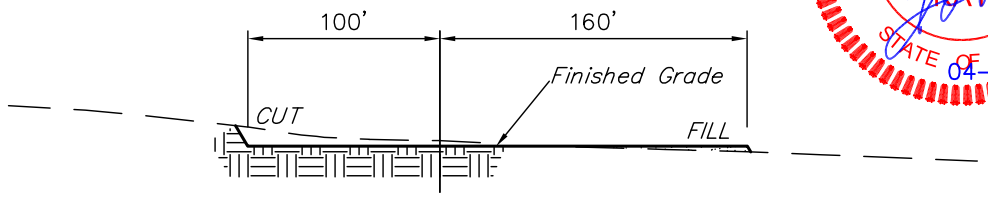
THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

FIGURE #2

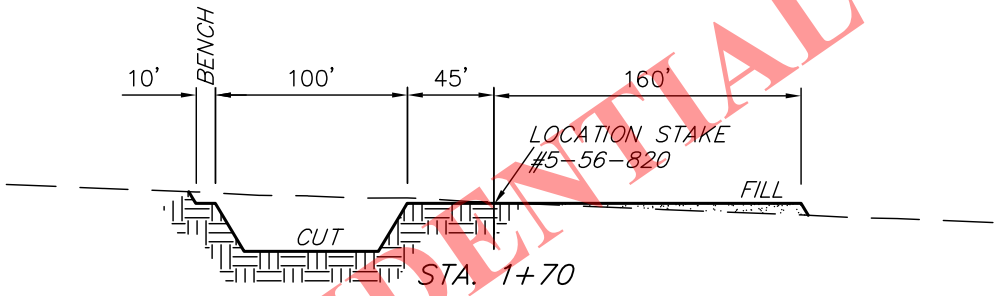
1" = 40'
X-Section Scale
1" = 100'

DATE: 02-02-12
DRAWN BY: H.K.W.
REVISED: 04-26-12

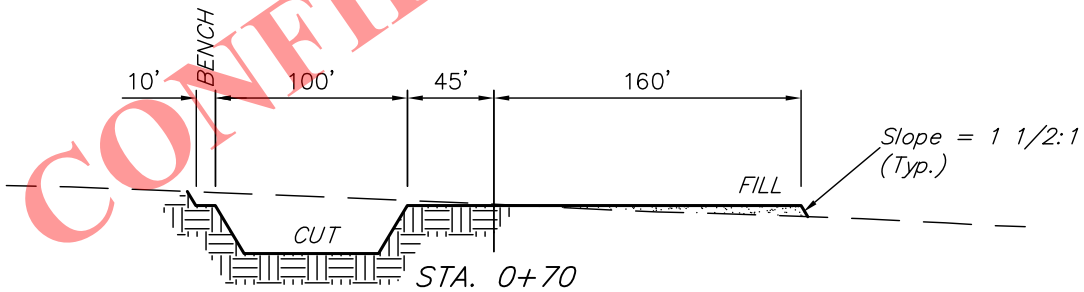
REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
04-26-12



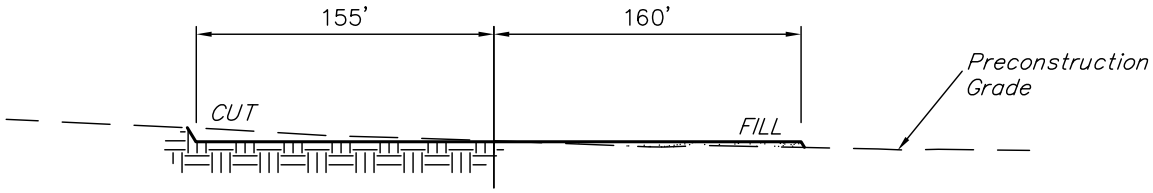
STA. 3+66



STA. 1+70



STA. 0+70



STA. 0+00

NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.321 ACRES
ACCESS ROAD DISTURBANCE = ± 4.231 ACRES
PIPELINE DISTURBANCE = ± 6.064 ACRES
TOTAL = ± 13.616 ACRES

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	=	2,130 Cu. Yds.
Remaining Location	=	8,510 Cu. Yds.
TOTAL CUT	=	10,640 CU.YDS.
FILL	=	3,200 CU.YDS.

EXCESS MATERIAL	=	7,440 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	5,230 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	2,210 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: May 30, 2012

API Well Number: 43047528620000

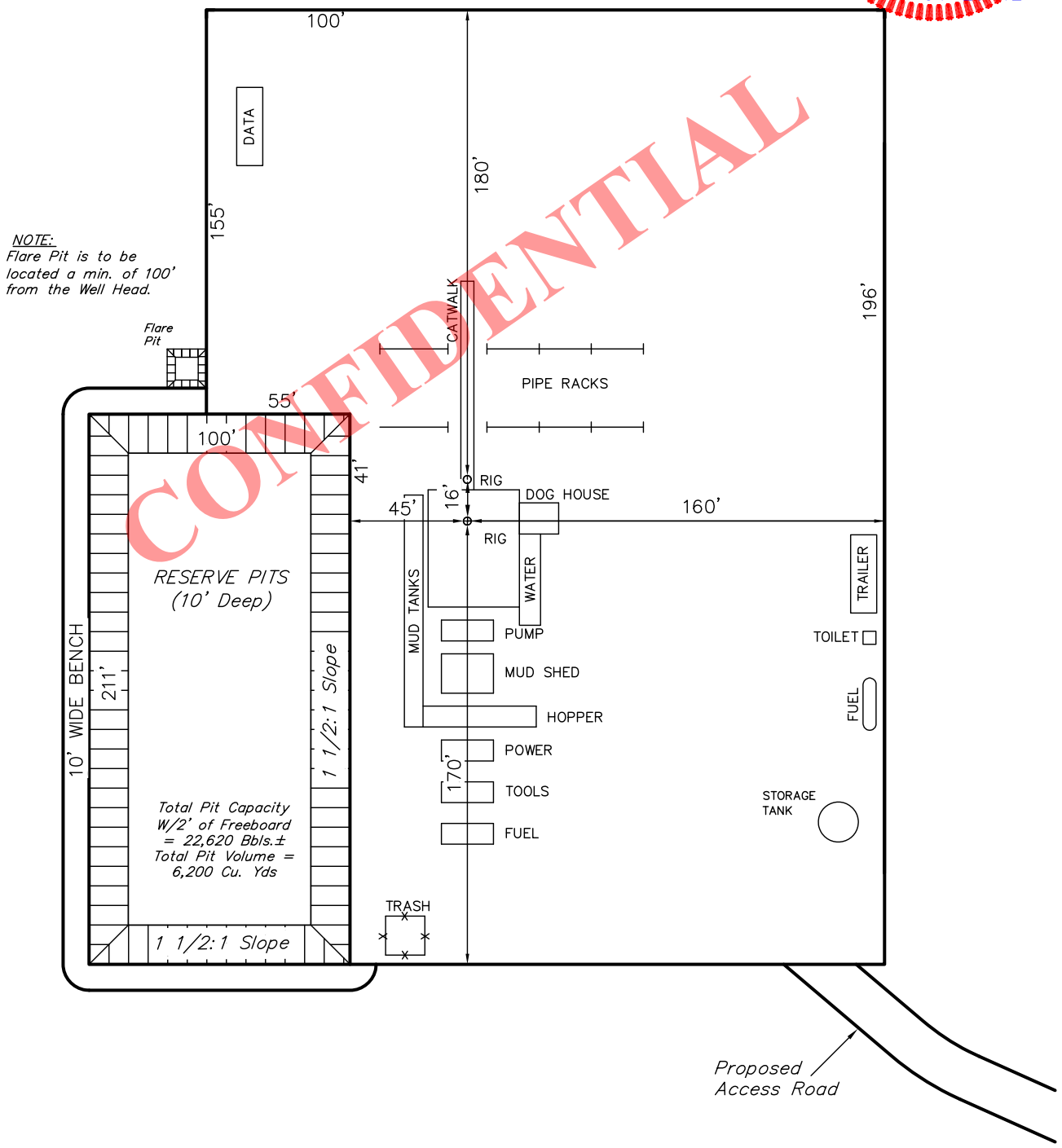
AXIA ENERGY

TYPICAL RIG LAYOUT FOR

THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

FIGURE #3
SCALE: 1" = 60'
DATE: 02-02-12
DRAWN BY: H.K.W.
REVISED: 04-26-12

REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
04-26-12



UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: May 30, 2012

AXIA ENERGY

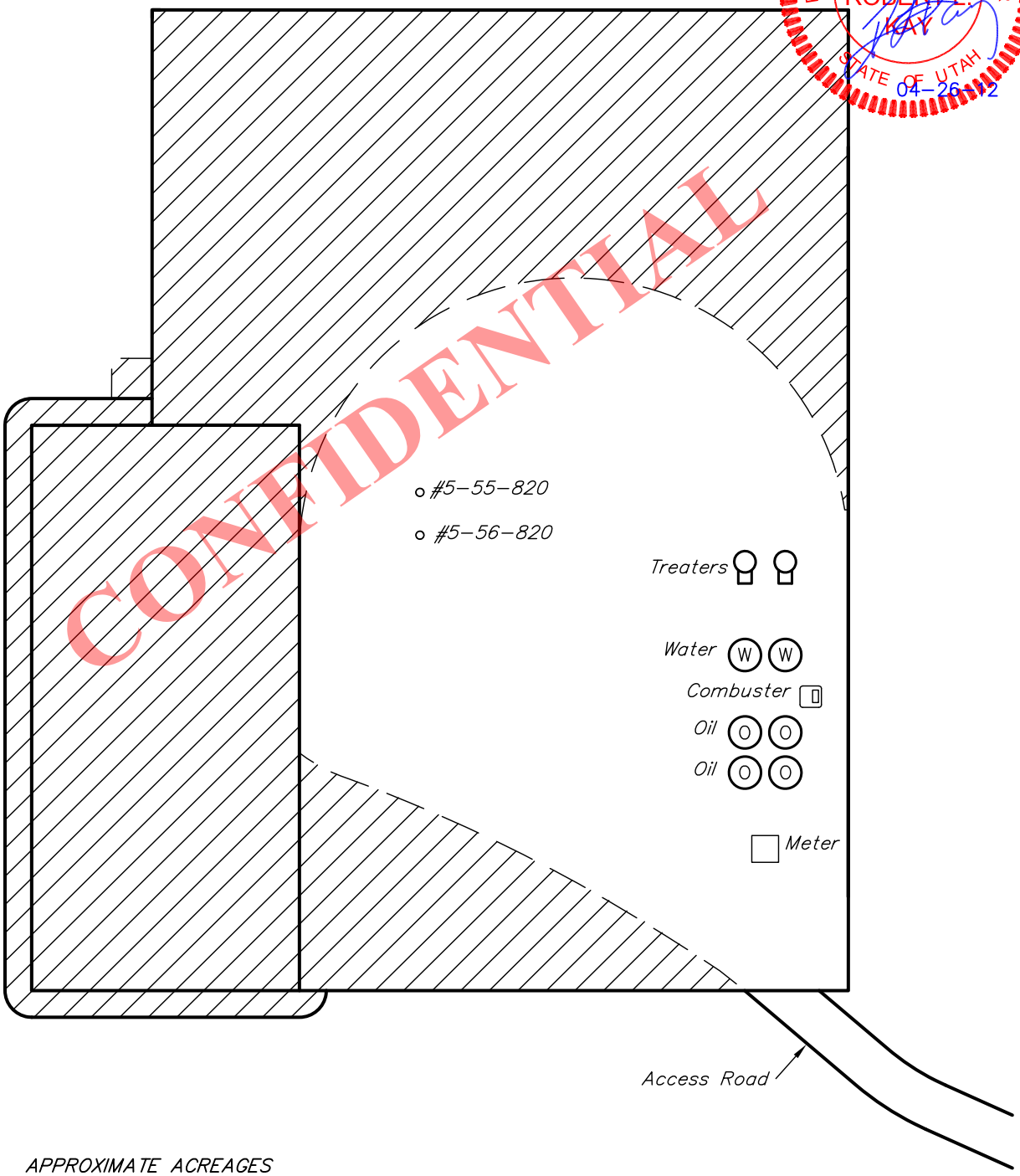
INTERIM RECLAMATION PLAN FOR

THREE RIVERS FEDERAL #5-55-820 & #5-56-820
SECTION 5, T8S, R20E, S.L.B.&M.
SE 1/4 SE 1/4

FIGURE #4

SCALE: 1" = 60'
DATE: 04-26-12
DRAWN BY: H.K.W.

REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
04-26-12



APPROXIMATE ACREAGES
UN-RECLAIMED = ± 0.978 ACRES

RECLAIMED AREA

UINTAH ENGINEERING & LAND SURVEYING
*85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017*

RECEIVED: May 30, 2012

Star Point Enterprises, Inc.

2580 Creekview Road
Moab, Utah 84532
435/719-2018

June 7, 2012

Mrs. Diana Mason
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Application for Permit to Drill – Axia Energy, LLC – **Three Rivers Federal 5-56-820**
Surface Location: 890' FSL & 460' FEL, SE/4 SE/4, Section 5, T8S, R20E,
Target Location: 460' FSL & 460' FEL, SE/4 SE/4, Section 5, T8S, R20E,
SLB&M, Uintah County, Utah

Dear Diana:

Axia Energy, LLC respectfully submits this request for exception to spacing (R649-3-11) based on geology since the well is located less than 460 feet to the drilling unit boundary. Axia Energy, LLC is the only owner and operator within 460 feet of the surface and target location as well as all points along the intended well bore path and are not within 460 feet of any uncommitted tracts or a unit boundary.

Thank you very much for your timely consideration of this application. Please feel free to contact Jess A. Peonio of Axia Energy, LLC at 720-746-5212 or myself should you have any questions or need additional information.

Sincerely,

Don Hamilton

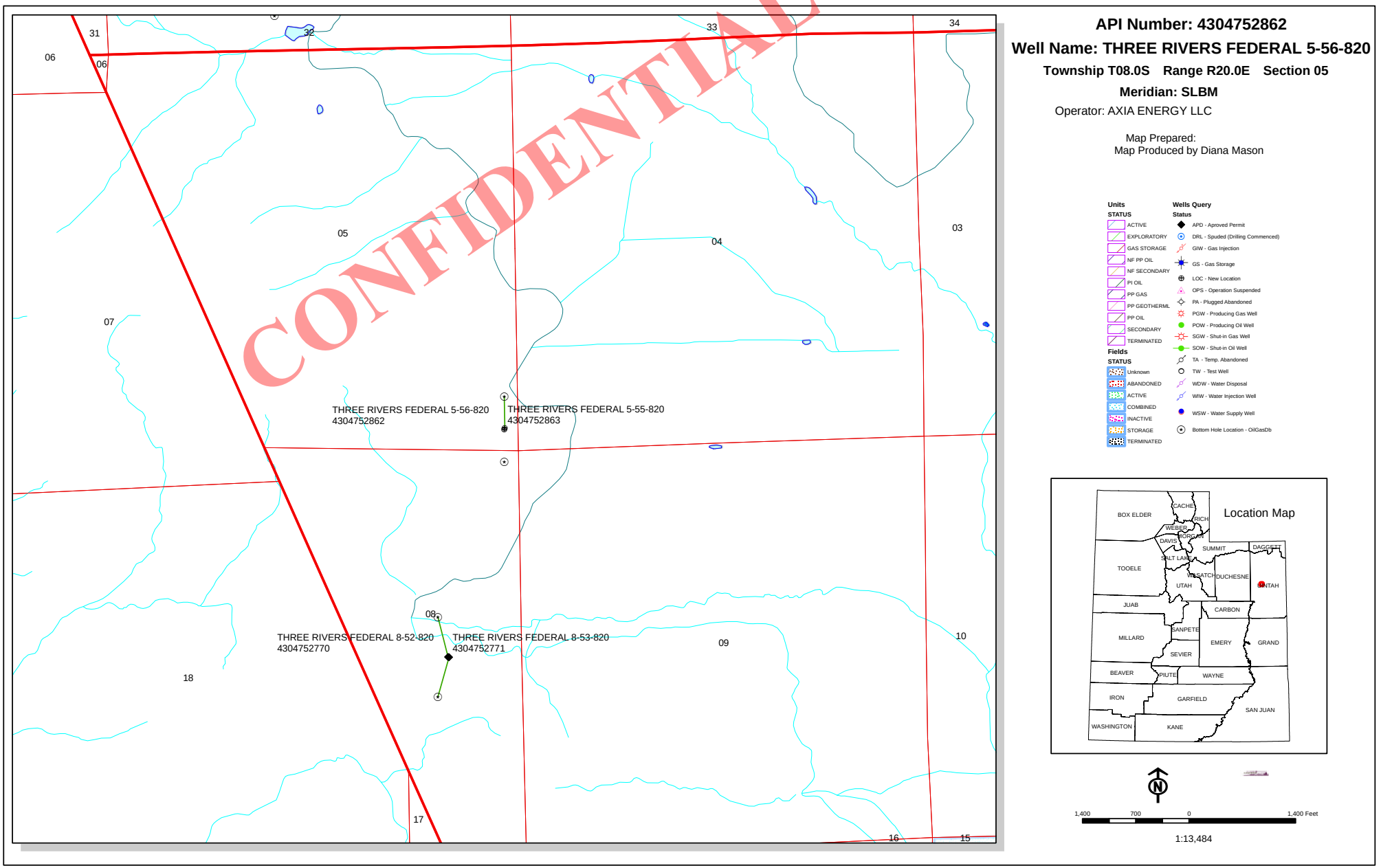
Digitally signed by Don Hamilton
DN: cn=Don Hamilton, o=Star Point Enterprises, Inc., ou, email=starpoint@etv.net, c=US
Date: 2012.06.07 08:05:32 -06'00'

Don Hamilton
Agent for Axia Energy, LLC

cc: Jess A. Peonio, Axia Energy, LLC

RECEIVED: June 07, 2012

API Well Number: 43047528620000



RECEIVED: June 19, 2012

API Well Number: 43047528620000

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 5/30/2012
API NO. ASSIGNED: 43047528620000
WELL NAME: THREE RIVERS FEDERAL 5-56-820
OPERATOR: AXIA ENERGY LLC (N3765)
PHONE NUMBER: 435 719-2018
CONTACT: Don Hamilton

PROPOSED LOCATION: SESE 05 080S 200E
Permit Tech Review: ☑
SURFACE: 0890 FSL 0460 FEL
Engineering Review: ☐
BOTTOM: 0460 FSL 0460 FEL
Geology Review: ☑
COUNTY: UINTAH
LATITUDE: 40.14683
LONGITUDE: -109.68379
UTM SURF EASTINGS: 612115.00
NORTHINGS: 4444674.00
FIELD NAME: WILDCAT
LEASE TYPE: 1 - Federal
LEASE NUMBER: UTU87342
PROPOSED PRODUCING FORMATION(S): WASATCH
SURFACE OWNER: 1 - Federal
COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ☑ **PLAT**
- ☑ **Bond:** FEDERAL - LPM9046683
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ☑ **Water Permit:** 49-2262 - RNI at Green River
- ☐ **RDCC Review:**
- ☐ **Fee Surface Agreement**
- ☐ **Intent to Commingle**

Commingling Approved

LOCATION AND SITING:

- ☐ **R649-2-3.**

Unit:

- ☐ **R649-3-2. General**
- ☐ **R649-3-3. Exception**
- ☑ **Drilling Unit**

Board Cause No: R649-3-11
Effective Date:
Siting:

- ☑ **R649-3-11. Directional Drill**

Comments: Presite Completed
IRR SEC:

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason
23 - Spacing - dmason

RECEIVED: June 28, 2012

GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

****

Well Name: THREE RIVERS FEDERAL 5-56-820
API Well Number: 43047528620000
Lease Number: UTU87342
Surface Owner: FEDERAL
Approval Date: 6/28/2012

Issued to:
AXIA ENERGY LLC, 1430 Larimer Ste 400, Denver, CO 80202

Authority:
Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-11. The expected producing formation or pool is the WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:
This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:
Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:
State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the “Board”). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board

establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Notification Requirements:
The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284
  (please leave a voicemail message if not available)
  OR
  submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
  at http://oilgas.ogm.utah.gov

Reporting Requirements:
All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

For John Rogers
Associate Director, Oil & Gas

Form 3160-3
(August 2007)

RECEIVED
MAY 08 2012
BLM

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

CONFIDENTIAL

1a. Type of Work: ☒ DRILL ☐ REENTER	5. Lease Serial No. UTU87342
1b. Type of Well: ☒ Oil Well • ☐ Gas Well ☐ Other ☐ Single Zone ☒ Multiple Zone	6. If Indian, Allottee or Tribe Name
2. Name of Operator AXIA ENERGY LLC Contact: DON S HAMILTON E-Mail: starpoint@etv.net	7. If Unit or CA Agreement, Name and No.
3a. Address 1430 LARIMER STREET SUITE #400 DENVER, CO 80202	8. Lease Name and Well No. THREE RIVERS FEDERAL 5-56-820
3b. Phone No. (include area code) Ph: 435-719-2018 Fx: 435-719-2019	9. API Well No. 43-047-52802
4. Location of Well *(Report location clearly and in accordance with any State requirements.*)* At surface SESE 890FSL 460FEL 40.146775 N Lat, 109.684689 W Lon At proposed prod. zone SESE 460FSL 460FEL 40.145594 N Lat, 109.684656 W Lon	10. Field and Pool, or Exploratory UNDESIGNATED
	11. Sec., T., R., M., or Blk. and Survey or Area Sec 5 T8S R20E Mer SLB
14. Distance in miles and direction from nearest town or post office* 28.8 MILES SOUTHWEST OF VERNAL, UTAH	12. County or Parish UINTAH / 13. State UT
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 460	16. No. of Acres in Lease 240.00 / 17. Spacing Unit dedicated to this well 40.00
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 16	19. Proposed Depth 8888 MD 8831 TVD / 20. BLM/BIA Bond No. on file UTB000464
21. Elevations (Show whether DF, KB, RT, GL, etc. 4785 GL	22. Approximate date work will start 08/01/2012 / 23. Estimated duration 60 DAYS

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature (Electronic Submission)	Name (Printed/Typed) DON S HAMILTON Ph: 435-719-2018	Date 05/06/2012
Title PERMITTING AGENT		
Approved by (Signature)	Name (Printed/Typed) Jerry Kenczka	Date FEB 2 2 2013
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Additional Operator Remarks (see next page)

RECEIVED
MAR 0 1 2013
DIV. OF OIL, GAS & MINING

Electronic Submission #137308 verified by the BLM Well Information System
For AXIA ENERGY LLC, sent to the Vernal
Committed to AFMSS for processing by LESLIE ROBINSON on 05/14/2012 (12LBR0654AE)

NOTICE OF APPROVAL

**** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ****

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400

CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company:	**Axia Energy, LLC.**	**Location:**	**SESE, Sec. 5, T8S, R20E**
Well No:	**Three Rivers Federal 5-56-820**	**Lease No:**	**UTU-87342**
API No:	**43-047-52862**	**Agreement:**	

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	-	Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)

- All new and replacement internal combustion gas field engines of less than or equal to 300 design-rated horsepower must not emit more than 2 gms of NO_x per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower.

- All and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 gms of NO_x per horsepower-hour.

- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.

- If paleontological materials are uncovered during construction, the operator is to immediately stop work and contact the Authorized Officer (AO). A determination will be made by the AO as to what mitigation may be necessary for the discovered paleontologic material before construction can continue.

- A permitted Paleontologist will perform spot checks during construction of well pad.

- All new and replacement internal combustion gas field engines of less than or equal to 300 design-rated horse power must not emit more than 2 grams of NOx per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower-hour.

- All new and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 grams of NOx per horsepower-hour.

- The following would be used as standard operating procedures: Green completion or controlled VOC emissions methods with 90% efficiency for Oil or Gas Atmospheric Storage Tanks, VOC Venting controls or flaring, Glycol Dehydration and Amine Unites, Well Completion, Re-Completion, Venting, and Planned Blowdown Emissions.

- All reclamation activities will comply with the Green River Reclamation Guidelines

- All vehicles and equipment shall be cleaned either through power-washing, or other approved method, if the vehicles or equipment were previously operated outside the Uinta Basin, to prevent weed seed introduction.

- All disturbance areas shall be monitored for noxious weeds annually, for a minimum of three growing seasons following completion of project or until desirable vegetation is established

- Noxious and invasive weeds will be controlled by the proponent throughout the area of project disturbance.

- Noxious weeds will be inventoried and reported to BLM in the annual reclamation report. Where an integrated pest management program is applicable, coordination has been undertaken with the state and local management program (if existing). A copy of the pest management plan will be submitted for each project.

- A pesticide use proposal (PUP) will be obtained for the project, by the proponent if applicable.

- A permitted paleontologist is to be present to monitor construction at all well pads during all surface disturbing actives: examples include the following; building of the well pad, access road, and pipelines.

- To maintain compliance with current cactus survey protocols, the following measures will be required

    - If construction does not occur within 4 years of the original survey date, new 100% clearance surveys will be required.
    - Prior to construction within 4 years of the original survey date, a spot check survey will be required during the year of construction. Axia and their respective 3rd party surveyor will refer to the current *Sclerocactus* Spot Check Survey Methods, to determine site specific survey distances and intensity levels.
    - Spot check reports will be reported to the BLM and the US Fish and Wildlife Service.
    - Construction will not commence until written approval is received from the BLM

- *Discovery Stipulation*: Reinitiation of section 7 consultation with the USFWS will be sought immediately if any loss of plants or occupied habitat for Uinta Basin hookless cactus is anticipated as a result of project activities.

- The best method to avoid entrainment is to pump from an off-channel location – one that does not connect to the river during high spring flows. An infiltration gallery constructed in a BLM and Service approved location is best.

- If the pump head is located in the river channel where larval fish are known to occur, the following measures apply:

    - do not situate the pump in a low-flow or no-flow area as these habitats tend to concentrate larval fishes;
    - limit the amount of pumping, to the greatest extent possible, during that period of the year when larval fish may be present (April 1 to August 31); and
    - limit the amount of pumping, to the greatest extent possible, during the pre-dawn hours as larval drift studies indicate that this is a period of greatest daily activity.

- Screen all pump intakes with 3/32 inch mesh material.

- Approach velocities for intake structures will follow the National Marine Fisheries Service's document "Fish Screening Criteria for Anadromous Salmonids". For projects with an in-stream intake that operate in stream reaches where larval fish may be present, the approach velocity will not exceed 0.33 feet per second (ft/s).

- Report any fish impinged on the intake screen to the Service (801.975.3330) and the Utah Division of Wildlife Resources:
  Northeastern Region
  152 East 100 North, Vernal, UT 84078
  Phone: (435) 781-9453

- AXIA can only use the following water source:
  Permit # 49-2357 R.N.I Industries.

DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)

SITE SPECIFIC DOWNHOLE COAs:

- Gamma Ray Log shall be run from Total Depth to Surface.
- CBL will be run from TD to TOC.
- Cement for the surface casing will be circulated to the surface.
- Cement for long-string shall be circulated 200' above surface casing shoe.
- Variances Granted
  - All variances approved as written in APD

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**

- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.

- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.

- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

- **Please submit an electronic copy of all other logs run on this well in CD (compact disc) format to the Vernal BLM Field Office. This submission will supersede the requirement for submittal of paper logs to the BLM.**

- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

- **OPERATING REQUIREMENT REMINDERS:**

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.

- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.

- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:

    - Operator name, address, and telephone number.

    - Well name and number.

    - Well location (¼¼, Sec., Twn, Rng, and P.M.).

    - Date well was placed in a producing status (date of first production for which royalty will be

paid).

- The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
- The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
- Unit agreement and/or participating area name and number, if applicable.
- Communitization agreement number, if applicable.

- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.

- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.

- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.

- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.

- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.

- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.

- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.

- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.

- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

Sundry Number: 35656 API Well Number: 43047528620000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 6/1/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	✓ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy requests changes to the APD approved 06-28-12. BOTTOM HOLE LOCATION (See Attached Plat and Directional Plan) FROM: 460'FSL & 460' FEL'SESE Sec 05-T8S-R20E TO 660'FSL & 660' FEL SESE Sec 05-T8S-R20E. DEPTH FROM: 8,888' TMD / 8,831' TVD TO 7,017' TMD / 7,003' TVD. SURFACE CASING FROM: 0-900' 8-5/8" 32.00# J-55 LTC TO 0-900' 8-5/8" 24.00# J-55 STC. PRODUCTION CASING FROM: 0-8888'5-1/2" 17.00# N-80 LTC TO 0-7017' 5-1/2" 17.00# J-55 LTC. Cement Requirements will be followed per approved permit.

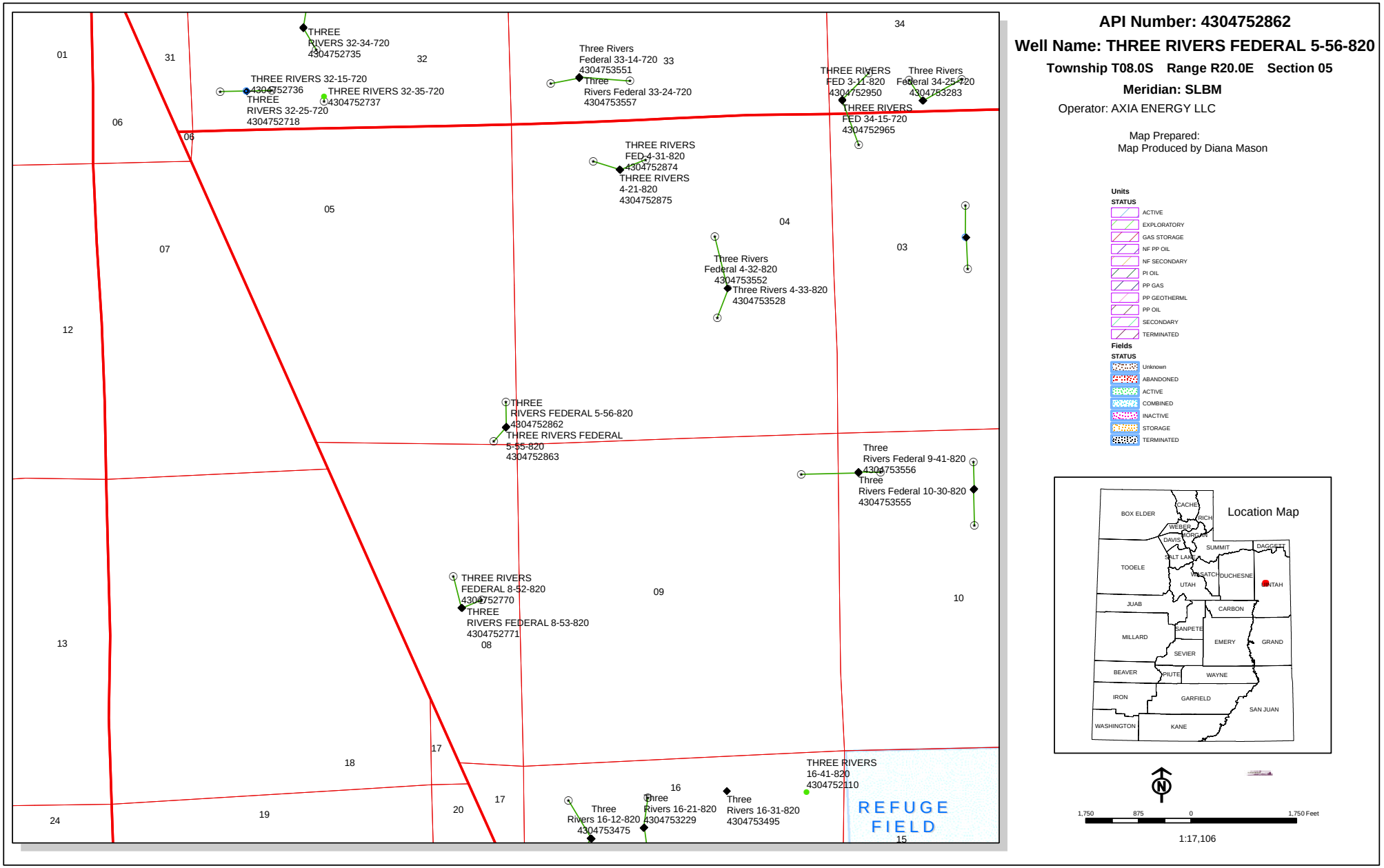
Approved by the Utah Division of Oil, Gas and Mining

Date: March 21, 2013

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		3/18/2013

RECEIVED: Mar. 18, 2013



API Number: 4304752862

Well Name: THREE RIVERS FEDERAL 5-56-820

Township T08.0S Range R20.0E Section 05

Meridian: SLBM

Operator: AXIA ENERGY LLC

Map Prepared:
Map Produced by Diana Mason

Units

STATUS

- ACTIVE
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields

STATUS

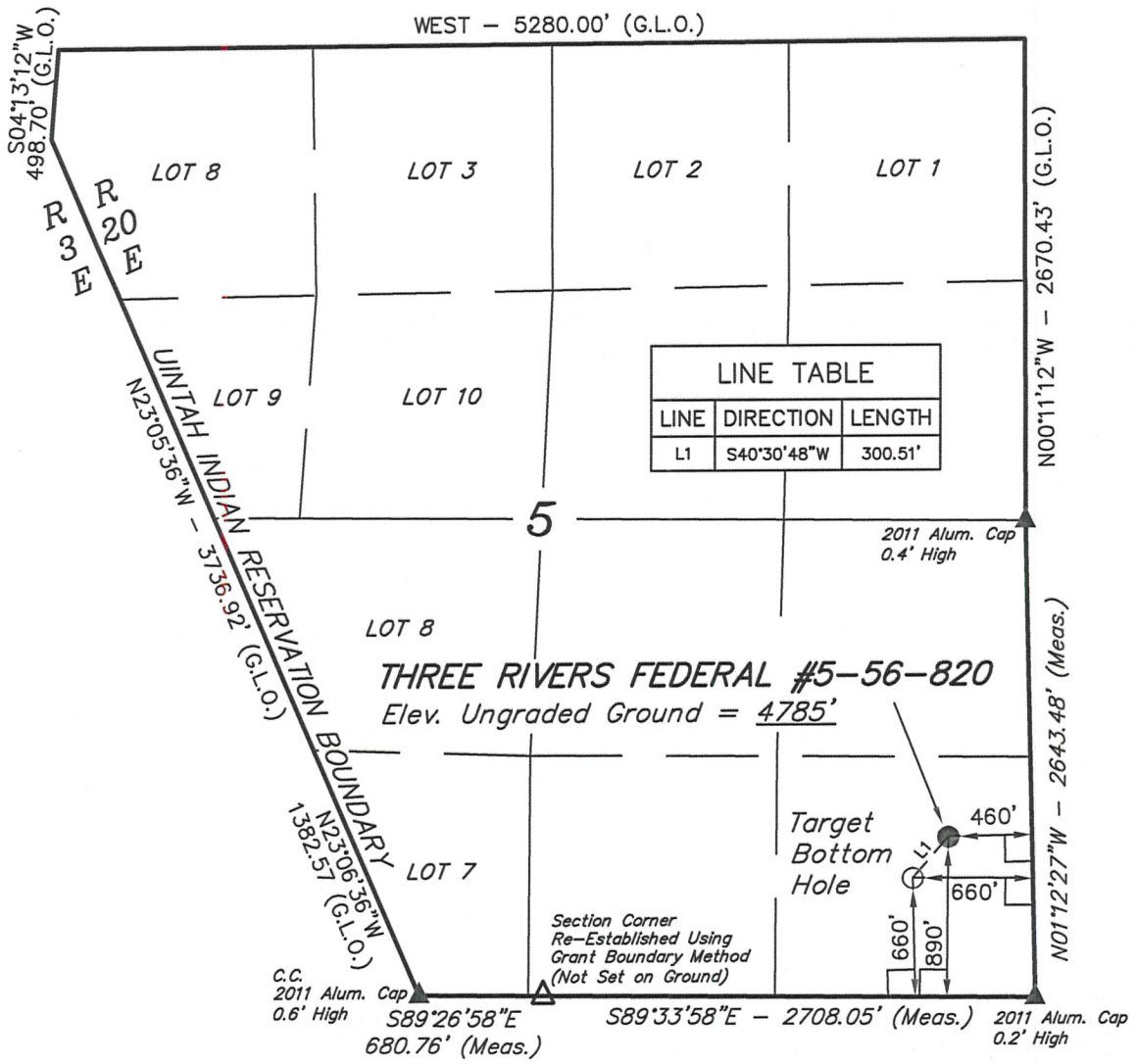
- Unknown
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- STORAGE
- TERMINATED

1,750 875 0 1,750 Feet

1:17,106

RECEIVED: Mar. 21, 2013

T8S, R20E, S.L.B.&M.



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S40°30'48"W	300.51'

AXIA ENERGY

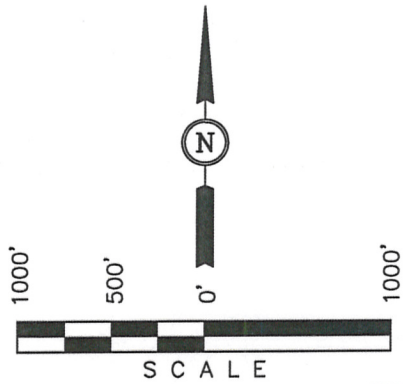
Well location, THREE RIVERS FEDERAL #5–56–820, located as shown in the SE 1/4 SE 1/4 of Section 5, T8S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH
ROBERT L. KAY
02-26-13

REV.: 02–25–13 A.T.

LEGEND:

└ = 90° SYMBOL
● = PROPOSED WELL HEAD.
▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'46.13" (40.146147)	LATITUDE = 40°08'48.39" (40.146775)
LONGITUDE = 109°41'07.39" (109.685386)	LONGITUDE = 109°41'04.88" (109.684689)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'46.26" (40.146183)	LATITUDE = 40°08'48.52" (40.146811)
LONGITUDE = 109°41'04.89" (109.684692)	LONGITUDE = 109°41'02.38" (109.683994)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789–1017

SCALE	DATE SURVEYED:	DATE DRAWN:
1" = 1000'	12–7–11	02–07–12
PARTY: C.R. S.R. H.K.W.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: AXIA ENERGY	

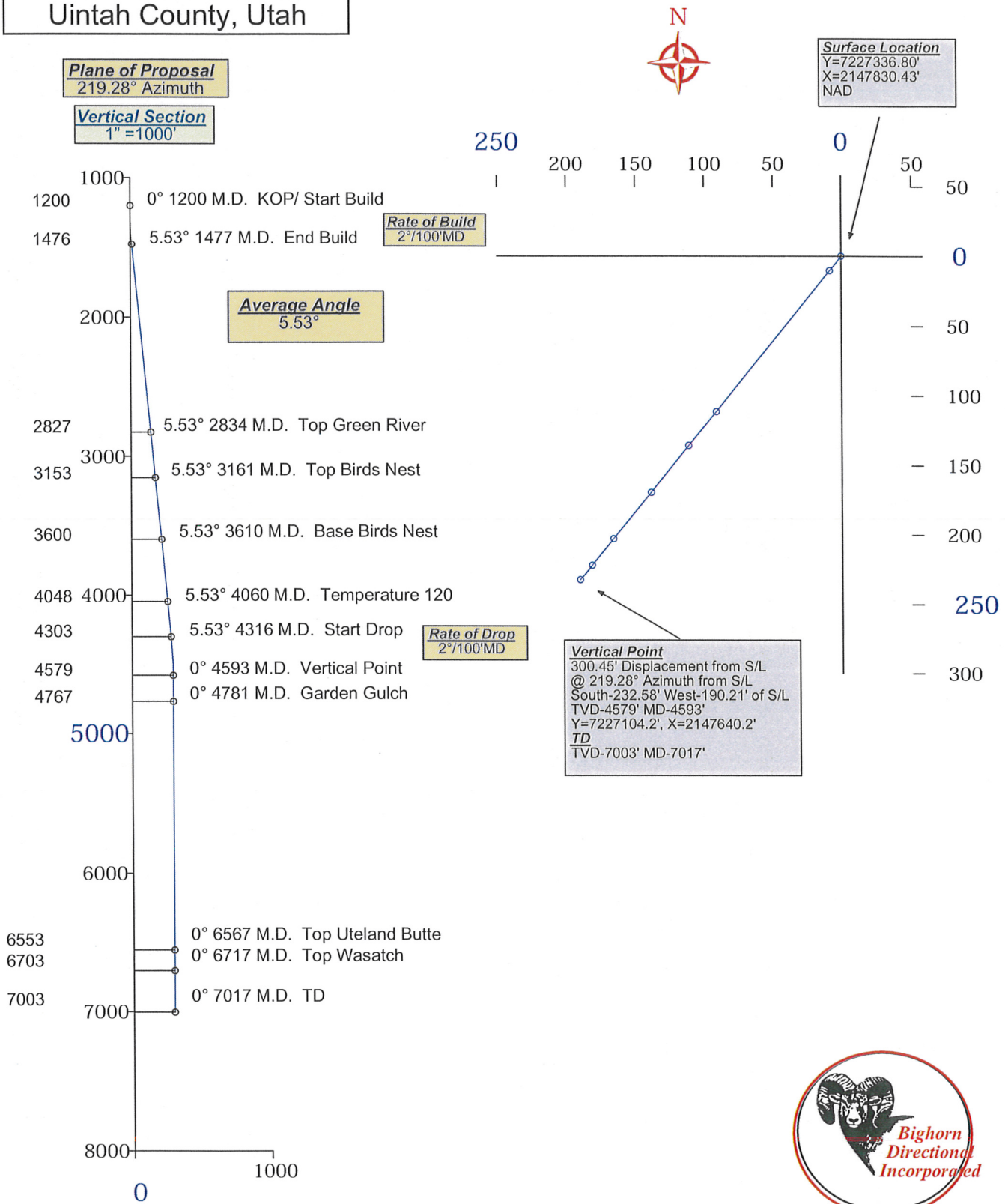
Axia Energy

Three Rivers 5-56-820
Uintah County, Utah

Plane of Proposal
219.28° Azimuth

Vertical Section
1" =1000'

Horizontal Plan
1" =100'



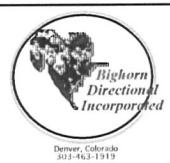
Bighorn Directional Incorporated

Denver, Colorado
303-463-1919

03-13-2013

Bighorn Directional, Inc.

Axia Energy
Three Rivers 5-56-820
Uintah County, Utah



Minimum of Curvature
Slot Location: 7227336.80', 2147830.43'
Plane of Vertical Section: 219.28°

Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES North(-South) Feet	East(-West) Feet	LAMBERT COORDINATES Y Feet	X Feet	Vertical Section Feet	CLOSURES Distance Feet	Direction Deg	Dogleg Severity Deg/100'
1200.00	0.00	0.00	1200.00	0.00	0.00	7227336.8	2147830.4	0.00	0.00	0.00	0.00
KOP/ Start Build											
1300.00	2.00	219.28	1299.98	-1.35	-1.10	7227335.5	2147829.3	1.75	1.75	219.28	2.00
1400.00	4.00	219.28	1399.84	-5.40	-4.42	7227331.4	2147826.0	6.98	6.98	219.28	2.00
1476.61	5.53	219.28	1476.18	-10.33	-8.45	7227326.5	2147822.0	13.34	13.34	219.28	2.00
End Build											
1976.61	5.53	219.28	1973.85	-47.64	-38.96	7227289.2	2147791.5	61.54	61.54	219.28	0.00
2476.61	5.53	219.28	2471.53	-84.95	-69.48	7227251.9	2147760.9	109.75	109.75	219.28	0.00
2833.75	5.53	219.28	2827.00	-111.60	-91.27	7227225.2	2147739.2	144.17	144.17	219.28	0.00
Top Green River											
2976.61	5.53	219.28	2969.20	-122.26	-99.99	7227214.5	2147730.4	157.95	157.95	219.28	0.00
3161.28	5.53	219.28	3153.00	-136.04	-111.26	7227200.8	2147719.2	175.75	175.75	219.28	0.00
Top Birds Nest											
3476.61	5.53	219.28	3466.87	-159.58	-130.51	7227177.2	2147699.9	206.15	206.15	219.28	0.00
3610.37	5.53	219.28	3600.00	-169.56	-138.67	7227167.2	2147691.8	219.04	219.04	219.28	0.00
Base Birds Nest											
3976.61	5.53	219.28	3964.54	-196.89	-161.02	7227139.9	2147669.4	254.35	254.35	219.28	0.00
4060.46	5.53	219.28	4048.00	-203.14	-166.14	7227133.7	2147664.3	262.43	262.43	219.28	0.00
Temperature 120											
4316.47	5.53	219.28	4302.82	-222.25	-181.77	7227114.6	2147648.7	287.11	287.11	219.28	0.00
Start Drop											
4416.47	3.53	219.28	4402.50	-228.36	-186.77	7227108.4	2147643.7	295.01	295.01	219.28	2.00
4516.47	1.53	219.28	4502.40	-231.78	-189.56	7227105.0	2147640.9	299.43	299.43	219.28	2.00
4593.09	0.00	219.28	4579.00	-232.58	-190.21	7227104.2	2147640.2	300.45	300.45	219.28	2.00
Vertical Point											
4781.09	0.00	219.28	4767.00	-232.58	-190.21	7227104.2	2147640.2	300.45	300.45	219.28	0.00
Garden Gulch											
6567.09	0.00	219.28	6553.00	-232.58	-190.21	7227104.2	2147640.2	300.45	300.45	219.28	0.00
Top Uteland Butte											

Bighorn Directional, Inc.

Axia Energy
Three Rivers 5-56-820
Uintah County, Utah

Minimum of Curvature
Slot Location: 7227336.80', 2147830.43'
Plane of Vertical Section: 219.28°

Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES North(-South) Feet	East(-West) Feet	LAMBERT COORDINATES Y Feet	X Feet	Vertical Section Feet	CLOSURES Distance Feet	Direction Deg	Dogleg Severity Deg/100'
6717.09	0.00	219.28	6703.00	-232.58	-190.21	7227104.2	2147640.2	300.45	300.45	219.28	0.00
Top Wasatch											
7017.09	0.00	219.28	7003.00	-232.58	-190.21	7227104.2	2147640.2	300.45	300.45	219.28	0.00
TD											

Final Station Closure Distance: 300.45' Direction: 219.28°

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 4/2/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Spud, Set Cond & Surf

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Notice of Intent: MIRU Pete Martin Spud Rig 04-02-13. Drill to Conductor TD, set conductor csg, cement to surface, release Pete Martin Spud Rig. MIRU Pro Petro Rig #5 04-05-13. Drill to surface casing TD, set 8-5/8" surface csg, cement to surface, release Pro Petro Rig. Wait on Drilling Rig to Resume Operations.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
April 10, 2013

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		4/1/2013

RECEIVED: Apr. 01, 2013

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

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7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
✓ SPUD REPORT Date of Spud: 4/3/2013	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

MIRU Pete Martin Conductor Rig. Spud well 04-03-2013. Drilled to 120' and set 16' casing. Cemented to surface. Released conductor rig. Current Status: Wait on Surface Casing Rig.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
May 01, 2013

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		4/30/2013

RECEIVED: Apr. 30, 2013

CONFIDENTIAL

SESE S05S T08S R20E

Capstar 321, Axia Energy, Three Rivers Fed 5-56-820, BOP Test & Spud notice

klbascom <klbascom@ubtanet.com> Thu, May 9, 2013 at 4:47 PM
To: Carol Daniels <caroldaniels@utah.gov>, Dan Jarvis <danjarvis@utah.gov>, Richard Powell <richardpowell@utah.gov>, BLM <blm_ut_vn_opreport@blm.gov>, Cade Taylor <cctaylor@blm.gov>
Cc: Cordell Wold <cwold@axiaenergy.com>, Cindy Turner <cturner@axiaenergy.com>

Capstar #321 moving from Axia energys Three Rivers Fed 8-53-820 Friday 5/3/2013 to Three Rivers Fed 5-56-820 API# 43-047-52862, rig up & test BOP Saturday morning 5/11/13 & drill out early morning. Any Questions, contact Kenny Bascom @ 435-828-0697.

RECEIVED
MAY 13 2013
DIV. OF OIL, GAS

SESE S-05 T08S R20E

CONFIDENTIAL

Capstar 321, Axia Energy, Three Rivers Fed 5-56-820 Prod casing/Cement

klbascom <klbascom@ubtanet.com> Thu, May 16, 2013 at 1:52 PM
To: Carol Daniels <caroldaniels@utah.gov>, Dan Jarvis <danjarvis@utah.gov>, Richard Powell <richardpowell@utah.gov>
Cc: Cordell Wold <cwold@axiaenergy.com>, Cindy Turner <cturner@axiaenergy.com>

Capstar 321 reached Production 6990'TD 5/15/13 @ 12:00 on Axia Energy's Three Rivers Fed 5-56-820, API# 43-047-52862, plan to run & cement 5.5" production casing Thursday 5/16/820. Any questions contact Kenny Bascom @ 435-828-0697.
Thank You
Kenny Bascom

Sundry Number: 38142 API Well Number: 43047528620000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

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6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 5/27/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	✓ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

APD to drill and complete a WASATCH well was approved on 06/28/2012. Axia Energy, LLC respectfully requests your permission to complete the Green River formation and then commingle the Wasatch and Green River formations. Attached is information per R649-3-22.

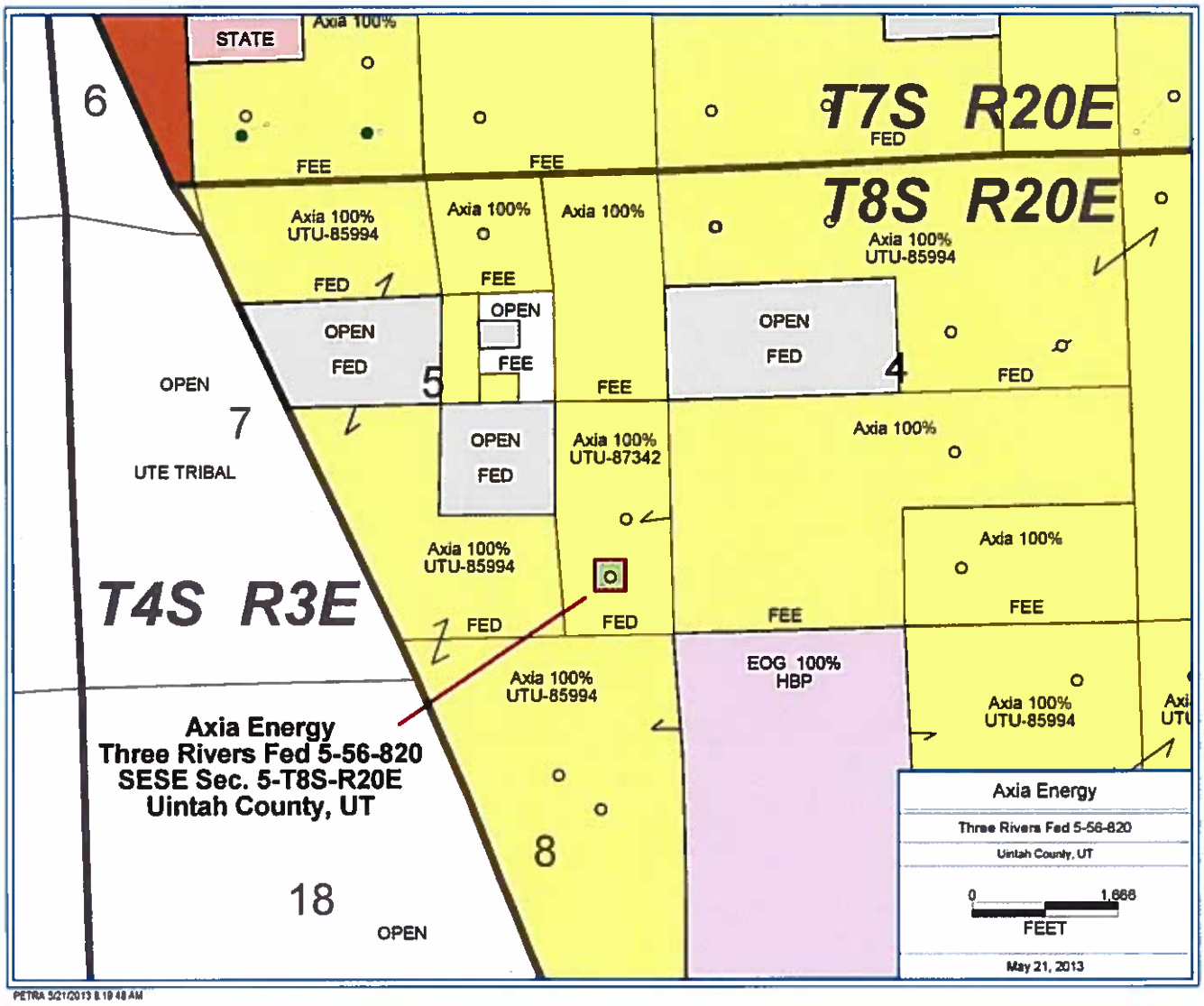
Accepted by the Utah Division of Oil, Gas and Mining

Date: June 12, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		5/22/2013

RECEIVED: May. 22, 2013


STATE
Axia 100%
6
FEE
FEE
T7S R20E
FED
T8S R20E
Axia 100%
UTU-85994
Axia 100%
Axia 100%
Axia 100%
UTU-85994
FED
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OPEN
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FEE
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FEE
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FED
4
FED
OPEN
7
UTE TRIBAL
OPEN
FED
Axia 100%
UTU-87342
Axia 100%
Axia 100%
UTU-85994
FED
FED
FEE
Axia 100%
FEE
T4S R3E
EOG 100%
HBP
Axia 100%
UTU-85994
Axia 100%
UTU-85994
Axia Energy
Three Rivers Fed 5-56-820
SESE Sec. 5-T8S-R20E
Uintah County, UT
8
18
OPEN
Axia Energy
Three Rivers Fed 5-56-820
Uintah County, UT
0
1,666
FEET
May 21, 2013
PETRA 5/21/2013 8:19:48 AM

AFFIDAVIT OF LEASE OWNERSHIP

I, Tab McGinley, Affiant, being duly sworn depose and say:

THAT, I am the Vice President of Land for Axia energy, LLC, a Delaware limited liability company, authorized to do business in Colorado (hereinafter referred to as "Axia"), 1430 Larimer Street, Suite 400, Denver, CO 80202. Axia owns, operates and manages oil and gas interests in the State of Utah including the lands described below located in Uintah County, Utah.

WHEREAS, Axia Energy, LLC has provided a copy of this application to contiguous leasehold and unleased mineral owners to the SE/4 SE/4 of Section 5-T8S-R20E of Uintah County, Utah, per attached Exhibit.

Further Affiant sayeth not.

Subscribed and sworn to before me this 21st day of May, 2013.

Tab McGinley
Vice President, Land

STATE OF COLORADO)
} ss
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me by Tab McGinley, Vice President of Land, this 21st day of May, 2013.

Notary Public

Notary seal:

Cindy J. Turner
Notary Public
State of Colorado
My Commission Expires 06/04/2013

Attachment to Sundry Notice Form 9

Three Rivers Fed 5-56-820

API: 43047528620000

Notice of intent – commingle Wasatch and Green formations

1.1 Exhibit A showing location of the well.

1.2 Method of Completion: the pools will be completed from the lower portion of the well (Wasatch) to the upper portion of the well (Green River) in succession. Intervals will be selectively perforated and fracture stimulated starting in the lower portion of the well. A composite bridge plug will be set to isolate the previously perforated/stimulated interval, and additional perforations will be added and fracture stimulated. Perforating/Stimulation will occur in this manner through the Wasatch and Green River formations in 6-8 stages. Once all desired intervals have been perforated, stimulated and isolated, all composite plugs will be drilled out. A tubing string with rod pump will be run to produce Wasatch and Green River oil in a commingled fashion.

2 Allocation should never be necessary due to equal mineral ownership in all pools. However, if it ever became necessary, allocation would be based on individual formation production percentages developed during the initial testing of the well.

3 Affidavit of Lease Ownership - Acknowledgement that Axia Energy, LLC has provided a copy of this application to contiguous leasehold and unleased mineral owners to the SE/4 SE/4 of Section 5-T8S-R20E of Uintah County, Utah.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
✓ DRILLING REPORT Report Date: 6/26/2013	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	✓ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

SPUD: 04/03/13 - MIRU Pete Martin. Drilled and Set 120' Cond Csg. SET SURF CSG: 04/04/13 - MIRU Pro-Petro. Drilled to 920' and set Surf Csg. RESUMED DRLG OPS: 05/11/13 MIRU Capstar Drilling. Drilled to TD. Set Prod Csg. DATE TD REACHED: 05/15/13 DRLG RIG RELEASE: 05/17/13 TMD: 6,990' TVD: 6,974' COMP START DATE: 06/05/2013 FIRST PROD DATE: 06/12/13 FORMATION: Green River

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
June 26, 2013

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		6/26/2013

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
✓ SUBSEQUENT REPORT Date of Work Completion: 6/5/2013	✓ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy received approval to commingle the Wasatch and the Green River formations. However, we had a change in plans and did not complete the Wasatch formaation. We will be producing ONLY from the Green River formation. Btm Perf: 6,646' Top Wasatch: 6,665'

Accepted by the Utah Division of Oil, Gas and Mining

Date: July 03, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		6/26/2013

RECEIVED: Jun. 26, 2013

API Well Number: 43047528620000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ (highlight changes) FORM 8

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. LEASE DESIGNATION AND SERIAL NUMBER: UTU87342
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME:
8. WELL NAME and NUMBER: Three Rivers Fed 05-56-820
9. API NUMBER: 4304752862
10 FIELD AND POOL, OR WILDCAT: WILDCAT

1a. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ DRY ☐ OTHER
b. TYPE OF WORK: NEW WELL ☑ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER

2. NAME OF OPERATOR: Axia Energy, LLC.
3. ADDRESS OF OPERATOR: 1430 Larimer St, Ste 400 CITY Denver STATE CO ZIP 50202
PHONE NUMBER: (720) 746-5200
4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: SESE 890' FSL & 460' FEL
AT TOP PRODUCING INTERVAL REPORTED BELOW: SESE 659' FSL & 641' FEL
AT TOTAL DEPTH: SESE 615' FSL & 657' FEL
11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESE 5 08S 20E S
12. COUNTY: UNITAH
13. STATE: UTAH

14. DATE SPUDDED: 4/3/2013
15. DATE T.D. REACHED: 5/16/2013
16. DATE COMPLETED: 6/21/2013
ABANDONED ☐ READY TO PRODUCE ☑
17. ELEVATIONS (DF, RKB, RT, GL): 4785 GL / 4802 KB
18. TOTAL DEPTH: MD 6,990 TVD 6,974
19. PLUG BACK T.D.: MD 6,920 TVD 6,905
20. IF MULTIPLE COMPLETIONS, HOW MANY? *
21. DEPTH BRIDGE PLUG SET: MD TVD
22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
SD-DSN-ACTR, Mud Log, CBL
23.
WAS WELL CORED? NO ☑ YES ☐ (Submit analysis)
WAS DST RUN? NO ☑ YES ☐ (Submit report)
DIRECTIONAL SURVEY? NO ☐ YES ☑ (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
24	16		0	120		G 100	95	0	
12-1/4	8-5/8 J-55	24	0	900		G 645	132	0 CIR	
7-3/4	5-1/2 J-55	17	0	6,965		G 450	221	1575 CBL	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-7/8	4,586							

26. PRODUCING INTERVALS / 27. PERFORATION RECORD

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Green River	2,775	6,665	2,767	6,651	4,877 6,646	.35	222	Open ☑ Squeezed ☐
(B)								Open ☐ Squeezed ☐
(C)								Open ☐ Squeezed ☐
(D)								Open ☐ Squeezed ☐

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.
WAS WELL HYDRAULICALLY FRACTURED? YES ☐ NO ☐ IF YES -- DATE FRACTURED:

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4,877' TO 6,646'	Green River Hybrid Frac - 29,844 bbls slurry, 1,200,090 gal fluid & 921,440# 20/40 Premium White

29. ENCLOSED ATTACHMENTS:
☑ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☑ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☑ OTHER: Wellbore Dia

30. WELL STATUS: PROD

(5/2013) (CONTINUED ON BACK)

RECEIVED: Sep. 04, 2013

31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
6/13/2013		7/8/2013		24			119	135	101	Pump
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:
40	40	40	32.00		1,134		119	135	101	Open

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.

34. FORMATION (Log) MARKERS:

Name	Top (Measured Depth)
Green River	2,775
Garden Gluch	4,711
Uteland Butte	6,507
Wasatch	6,665

35. ADDITIONAL REMARKS (Include plugging procedure)

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Cindy Turner TITLE Project Manager

SIGNATURE Cindy Turner DATE 9/3/2013

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

(5/2013)

RECEIVED: Sep. 04, 2013

Job Number: 5102013	**Elevation (To MSL):** 0.00 ft
Company: Axia Energy	**RKB:** 0.00 ft
Lease/Well: Three Rivers 5-56-820	**Projection System:** US State Plane 1983
Location: Vernal	**Projection Group:** Utah Central Zone
Rig Name: Capstar 321	**Projection Datum:** GRS80
State/County: Utah/ Uintah	**Magnetic Declination:** 10.92
Country: USA	**Grid Convergence:** 1.18081 E
API Number: 43-047-52-0000	**Date:** Saturday, May 25, 2013

Calculated by HawkEye Software
Minimum Curvature Method
Vertical Section Plane 219.28°
Northing (US ft): 7229874.93 Easting (US ft): 2155691.49
Latitude: 40°09'11.8800" N Longitude: -109°39'22.9900" W
Well Location: 2102 FNL, 2184 FWL, Section 3, T8S, R20E, Meridian 26, Uintah County, UT
Direction Reference: True North

Measured Depth (Ft)	INC Deg	AZM Deg	TVD (Ft)	NS (Ft)	EW (Ft)	VS (Ft)	DLS °/100Ft
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1036.00	0.90	358.80	1035.96	8.13	-0.17	-6.19	0.09
1164.00	0.60	62.50	1163.95	9.45	0.40	-7.57	0.65
1206.00	0.10	177.00	1205.95	9.51	0.60	-7.74	1.54
1249.00	1.40	212.40	1248.94	9.03	0.32	-7.20	3.07
1292.00	2.20	221.50	1291.92	7.97	-0.51	-5.85	1.97
1335.00	2.70	215.00	1334.88	6.52	-1.64	-4.01	1.33
1377.00	2.90	220.00	1376.83	4.90	-2.89	-1.97	0.75
1463.00	4.20	212.60	1462.67	0.58	-5.98	3.34	1.60
1548.00	5.60	209.80	1547.35	-5.64	-9.72	10.52	1.67
1676.00	6.00	219.20	1674.70	-16.25	-17.05	23.37	0.80
1762.00	5.20	217.70	1760.29	-22.81	-22.28	31.76	0.95
1847.00	5.80	216.30	1844.90	-29.32	-27.17	39.90	0.72
1932.00	6.10	213.60	1929.44	-36.54	-32.22	48.68	0.48
2018.00	5.80	207.60	2014.98	-44.20	-36.76	57.49	0.80
2104.00	5.60	212.20	2100.55	-51.60	-41.01	65.91	0.58
2189.00	6.20	214.20	2185.10	-58.91	-45.80	74.59	0.75
2274.00	6.60	227.30	2269.58	-66.02	-51.97	84.00	1.78
2360.00	6.20	207.40	2355.05	-73.49	-57.74	93.44	2.61
2445.00	6.50	214.10	2439.53	-81.55	-62.55	102.73	0.94
2531.00	6.80	224.20	2524.95	-89.23	-68.83	112.65	1.40
2616.00	7.10	228.40	2609.33	-96.33	-76.26	122.85	0.69
2701.00	6.40	221.20	2693.74	-103.38	-83.31	132.77	1.29
2786.00	6.00	223.10	2778.25	-110.19	-89.47	141.94	0.53
2871.00	5.10	221.10	2862.85	-116.28	-94.99	150.15	1.08
2957.00	5.10	225.30	2948.51	-121.85	-100.22	157.77	0.43
3042.00	6.30	239.60	3033.09	-126.87	-106.92	165.90	2.18
3171.00	6.20	237.20	3161.32	-134.22	-118.88	179.16	0.22
3256.00	6.60	240.20	3245.79	-139.14	-126.98	188.09	0.61
3341.00	6.40	224.10	3330.25	-144.97	-134.52	197.38	2.15
3427.00	6.40	216.30	3415.72	-152.27	-140.69	206.94	1.01
3512.00	6.00	213.50	3500.22	-159.80	-145.95	216.09	0.59
3598.00	6.00	210.50	3585.75	-167.42	-150.71	225.01	0.36
3683.00	5.20	202.80	3670.35	-174.80	-154.46	233.09	1.29
3768.00	4.70	198.50	3755.03	-181.65	-157.06	240.04	0.73
3854.00	4.30	193.80	3840.76	-188.12	-158.94	246.25	0.63
3982.00	4.30	193.10	3968.40	-197.45	-161.17	254.88	0.04
4068.00	4.30	194.50	4054.16	-203.72	-162.71	260.70	0.12
4153.00	3.90	205.00	4138.94	-209.42	-164.73	266.40	1.00
4238.00	3.80	208.70	4223.75	-214.51	-167.31	271.97	0.31
4324.00	3.80	200.00	4309.56	-219.69	-169.65	277.46	0.67
4409.00	3.20	207.60	4394.41	-224.44	-171.71	282.44	0.89

RECEIVED: Sep. 04, 2013

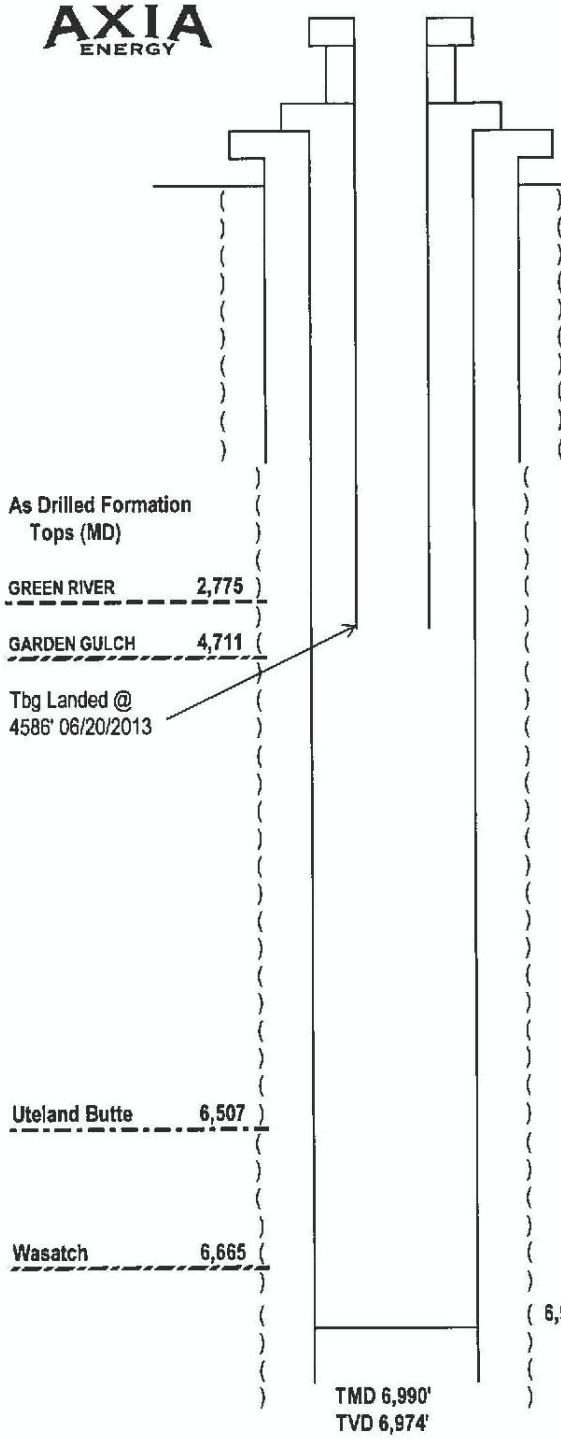
Measured Depth (Ft)	INC Deg	AZM Deg	TVD (Ft)	NS (Ft)	EW (Ft)	VS (Ft)	DLS °/100Ft
4494.00	2.20	220.90	4479.31	-227.77	-173.88	286.40	1.38
4580.00	1.20	243.10	4565.27	-229.43	-175.76	288.87	1.37
4665.00	1.60	252.50	4650.25	-230.19	-177.69	290.68	0.54
4751.00	0.50	253.30	4736.23	-230.66	-179.19	291.99	1.28
4836.00	1.10	256.10	4821.22	-230.96	-180.34	292.95	0.71
4922.00	1.70	228.40	4907.20	-232.01	-182.10	294.87	1.03
5007.00	1.20	200.30	4992.17	-233.68	-183.35	296.96	1.01
5092.00	1.80	195.50	5077.14	-235.80	-184.01	299.02	0.72
5178.00	1.20	209.30	5163.11	-237.89	-184.81	301.15	0.81
5263.00	1.10	205.20	5248.10	-239.40	-185.60	302.81	0.15
5349.00	1.10	218.70	5334.08	-240.79	-186.47	304.44	0.30
5434.00	1.60	191.20	5419.06	-242.59	-187.21	306.30	0.95
5520.00	1.50	184.50	5505.03	-244.89	-187.53	308.29	0.24
5605.00	1.70	183.90	5589.99	-247.26	-187.70	310.23	0.24
5691.00	1.10	206.20	5675.97	-249.27	-188.15	312.07	0.93
5776.00	1.00	186.70	5760.95	-250.74	-188.60	313.49	0.43
5862.00	1.20	193.40	5846.94	-252.36	-188.90	314.94	0.28
5947.00	0.90	185.20	5931.92	-253.89	-189.16	316.29	0.39
6032.00	0.90	217.80	6016.91	-255.09	-189.63	317.51	0.59
6118.00	1.20	199.00	6102.90	-256.47	-190.34	319.03	0.53
6203.00	1.40	210.80	6187.88	-258.20	-191.16	320.89	0.39
6289.00	1.40	196.30	6273.85	-260.11	-191.99	322.90	0.41
6374.00	0.30	223.70	6358.84	-261.27	-192.44	324.08	1.34
6459.00	0.60	210.90	6443.84	-261.82	-192.82	324.74	0.37
6545.00	1.50	206.80	6529.82	-263.21	-193.56	326.28	1.05
6630.00	1.60	198.10	6614.79	-265.33	-194.43	328.47	0.30
6716.00	1.50	190.20	6700.76	-267.58	-195.00	330.58	0.27
6801.00	1.60	192.20	6785.73	-269.83	-195.45	332.61	0.13
6886.00	1.20	180.10	6870.70	-271.88	-195.70	334.35	0.58
6937.00	1.80	201.50	6921.69	-273.16	-196.00	335.53	1.59
6990.00	1.80	201.50	6974.66	-274.71	-196.61	337.12	0.00

RECEIVED: Sep. 04, 2013

WELLBORE DIAGRAM (after completion)

AXIA ENERGY

Company:	Axia Energy, LLC
Lease Name:	Three Rivers Fed 05-56-820
Surface Location:	SESE Sec 5-T8S-R20E, 890' FSL & 460' FEL
Bottom Hole Location:	SESE Sec 5-T8S-R20E, 615' FSL & 657' FEL
County:	Uintah, UT
Date:	9/3/2013



DRILLED 24" HOLE TO 120' - SET 16" CONDUCTOR
Cemented with 100 sxs to surface 04-04-2013

DRILLED 12-1/4" HOLE TO 920'
SURF CSG - 8-5/8" 24# J-55 ST&C (20 jts) Set 04/15/2013
Cement: 645 sxs Class "G" to surface

7 STAGE GREEN RIVER HYBRID FRAC

4877	6646	Green River	3 spf	222 Holes

29,844 bbls slurry, 1,200,090 gal fluid, & 921,440# 20/40 Premium White

DRILLED 7-3/4" HOLE TO 6,990' TMD
PROD CSG - 5 1/2" 17# J-55 LT&C (162 jts) Set @ 6,965' 05/16/2013
Cemented with 450 sxs Premium Lite

RECEIVED: Sep. 04, 2013

Sundry Number: 45557 API Well Number: 43047528620000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU87342

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 7/1/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Variance Request

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy requests a variance on the subject well to the 3,000 MCF/MO allowable flaring in the first calendar month following the time allowed for conducting the initial stabilized production test. The variance is requested due to the unanticipated volume produced in the month following the stabilized production test. The subject well flared 3234 MCF in July, 2013 therefore exceeding the allowable by 234 MCF. The subject well has been under the 1800 MCF/MO allowable for flaring since the month of July, 2013. The well has been tied into field infrastructure for gas gathering, and is awaiting QEP gathering tie-in which is currently under construction.

Approved by the Utah Division of Oil, Gas and Mining

Date: December 03, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		12/3/2013

RECEIVED: Dec. 03, 2013

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
UTU87342

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6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
THREE RIVERS FEDERAL 5-56-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047528620000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0890 FSL 0460 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESE Section: 05 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
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	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Variance Request

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy requests a variance on the subject well to the 1,800 MCF/MO allowable flaring limitation. The variance is requested due to the unanticipated volume produced in the month following production testing. The subject well flared 2503 MCF in August, 2013 therefore exceeding the allowable by 703 MCF. The subject well has been under the 1800 MCF/MO allowable for flaring since the month of August, 2013. The well has been tied into field infrastructure for gas gathering, and is awaiting QEP gathering tie-in which is currently under construction.

Accepted by the Utah Division of Oil, Gas and Mining

Date: December 16, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		12/12/2013

RECEIVED: Dec. 12, 2013